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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Boston Generating, LLC,
et al.,¹

Debtors.

Chapter 11

Case No. 10-14419 (SCC)

Jointly Administered

**DECLARATION OF BENNETT G. YOUNG
IN SUPPORT OF MOTION OF ALGONQUIN GAS TRANSMISSION, LLC
FOR WITHDRAWAL OF REFERENCE WITH RESPECT TO MOTION OF THE
DEBTORS FOR ENTRY OF (I) AN ORDER APPROVING AND AUTHORIZING (A)
BIDDING PROCEDURES IN CONNECTION WITH THE SALE OF SUBSTANTIALLY
ALL OF THE ASSETS OF THE DEBTORS, (B) STALKING HORSE BID
PROTECTIONS, (C) PROCEDURES FOR THE ASSUMPTION AND ASSIGNMENT OF
EXECUTORY CONTRACTS AND UNEXPIRED LEASES IN CONNECTION WITH
THE SALE OF SUBSTANTIALLY ALL OF THE ASSETS OF THE DEBTORS, (D) THE
FORM AND MANNER OF NOTICE OF THE SALE AND HEARING AND (E)
RELATED RELIEF; AND (II) AN ORDER APPROVING AND AUTHORIZING (A)
THE SALE OF SUBSTANTIALLY ALL OF THE ASSETS OF THE DEBTORS FREE
AND CLEAR OF CLAIMS, LIENS, LIABILITIES, RIGHTS INTERESTS AND**

¹ The Debtors in these chapter 11 cases, along with the last four digits of their federal tax identification number, include: Boston Generating, LLC (0631); EBG Holdings LLC (3635); Fore River Development, LLC (7933); Mystic I, LLC (0640); Mystic Development, LLC (7940); BG New England Power Services, Inc. (0476); and BG Boston Services, LLC (6921).

ENCUMBRANCES, (B) THE DEBTORS TO ENTER INTO AND PERFORM THEIR OBLIGATIONS UNDER THE ASSET PURCHASE AGREEMENT, (C) THE DEBTORS TO ASSUME AND ASSIGN CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES, (D) THE TRANSITION SERVICES AGREEMENT AND (E) RELATED RELIEF

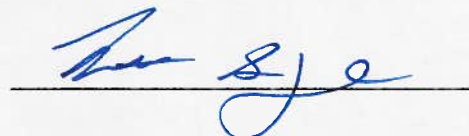
I, Bennett G. Young, under penalty of perjury, declare the following to be true to the best of my knowledge:

1. I am a partner with the law firm of Dewey & LeBoeuf LLP. I am counsel of record for Algonquin Gas Transmission, LLC ("**Algonquin**"). I make this declaration in support of the Motion of Algonquin Gas Transmission, LLC (the "**Motion to Withdraw Reference**") for Withdrawal of Reference with Respect to "Motion of the Debtors for Entry of (I) an Order Approving and Authorizing (A) Bidding Procedures in Connection With Substantially All of the Assets of the Debtors, (B) Stalking Horse Bid Protections, (C) Procedures for the Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with the Sale of Substantially all of the Assets of the Debtors, (D) the Form and Manner of Notice of the sale and Hearing and (E) Related Relief; and (II) an Order Approving and Authorizing (A) the Sale of Substantially All of the Assets of the Debtors Free and Clear of Claims, Liens, Liabilities, Rights Interests and Encumbrances, (B) the Debtors to Enter into and Perform their Obligations under the Asset Purchase Agreement, (C) the Debtors to Assume and Assign Certain Executory Contracts and Unexpired Leases, (D) the Transition Services Agreement and (E) Related Relief" (the "**Sale Motion**")

2. Capitalized terms used, but not defined, herein shall have the meanings ascribed to them in the Motion to Withdraw Reference.

3. On September 8, 2010, Algonquin filed with the FERC its Motion to Intervene and Protest of Algonquin Gas Transmission, LLC (the "**FERC Protest**") with respect to the 203 Application. A true and accurate copy of the FERC Protest is attached hereto as Exhibit A.

Dated: September 16, 2010



Bennett G. Young

EXHIBIT A

(Motion to Intervene and Protest of Algonquin Gas Transmission, LLC)

**UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION**

Fore River Development, LLC)	
Mystic I, LLC)	
Mystic Development, LLC)	Docket No. EC10-085-000
Boston Generating, LLC)	
Constellation Mystic Power, LLC)	

**MOTION TO INTERVENE AND PROTEST
OF ALGONQUIN GAS TRANSMISSION, LLC**

Pursuant to Rules 211, 212 and 214 of the Rules and Regulations of the Federal Energy Regulatory Commission (“FERC” or “Commission”), 18 C.F.R. §§ 385.211, 385.212, and 385.214 (2010), Algonquin Gas Transmission, LLC (“Algonquin”) hereby respectfully moves to intervene and protest in the captioned proceeding. Specifically, Algonquin is protesting the application of Fore River Development, LLC (“Fore River”), Mystic I, LLC (“Mystic I”), Mystic Development, LLC (“Mystic Development”), and Boston Generating, LLC (“Boston Generating,” and together with Fore River, Mystic I, and Mystic Development, the “Boston Companies”), and Constellation Mystic Power, LLC (“Buyer” or “Constellation,” and together with the Boston Generating Companies, “Applicants”) seeking authorization for a transaction (the “Proposed Transaction”) pursuant to which the Boston Companies will sell five generating facilities, including the associated electric interconnection facilities, and certain other assets, to Constellation.

I. COMMUNICATIONS AND CORRESPONDENCE

All communications and correspondence in this proceeding should be directed to:

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*Designated to receive service in this proceeding pursuant to 18 C.F.R. § 385.2010.

II. MOTION TO INTERVENE

Algonquin is a limited liability company organized and existing under the laws of the State of Delaware and has its principal place of business at 5400 Westheimer Court, Houston, Texas 77056-5310. Algonquin also has permanent offices in Massachusetts, at 890 Winter Street, Suite 300, Waltham, Massachusetts 02451, and has been operating in New England since 1953. Algonquin is an indirect, wholly-owned subsidiary of Spectra Energy Corp (“Spectra”), a Delaware corporation.

Algonquin is a “natural gas company” as defined in the Natural Gas Act (“NGA”), engaged in the transportation of natural gas in interstate commerce subject to the Commission’s NGA jurisdiction. Algonquin owns and operates a natural gas pipeline system extending from points near Lambertville and Hanover, New Jersey, through the states of New Jersey, New York,

Connecticut, Rhode Island and Massachusetts, to points near the Boston area. Algonquin delivers natural gas pursuant to Parts 284 and 157 of the Commission's regulations at numerous points along its system, including major metropolitan areas such as Boston, Providence and Hartford. Algonquin is authorized to do business in the states of Connecticut, Massachusetts, New Jersey, New York, Rhode Island and Texas.

Algonquin delivers gas to the Boston Companies' 787 megawatt ("MW")¹ combined-cycle natural gas-fired electric power plant which is interconnected to Algonquin's pipeline near Weymouth, Massachusetts (the "Fore River Plant"), for which Applicants seek approval of the Proposed Transaction. Algonquin transports natural gas to the Fore River Plant pursuant to a firm transportation service agreement with Fore River under Algonquin's Rate Schedule AFT-1 (the "Service Agreement"). The Service Agreement, which has a primary term through November 2023, permits Fore River to take delivery of up to 140,000 dekatherms per day ("Dth/d") of natural gas from Algonquin at the delivery point to the Fore River Plant. The Service Agreement also includes certain delivery pressure assurances for the gas that is delivered at the delivery point to the Fore River Plant. Algonquin's pipeline is the only natural gas pipeline serving the Fore River Plant and the Fore River Plant has been solely operated using natural gas.

On August 18, 2010, the Boston Companies filed voluntary bankruptcy petitions under chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the

¹ In their Application, Applicants use several different calculations of the Fore River Plant's generation capacity. The winter capacity of the plant is 836.6 MW, and the summer capacity is 688.3 MW. In the Asset Purchase Agreement between Constellation and the Boston Companies, the Applicants apply seasonal weighted capacity (2/3 winter capacity + 1/3 summer capacity) of 787 MW. For purposes of this Protest, Algonquin applies the Fore River Plant's seasonal weighted capacity of 787 MW because it represents the intent of the Applicants in their private bargain for the Proposed Transaction.

Southern District of New York, Case No. 10-14419 (SCC). The Boston Companies have filed in their bankruptcy cases a motion under Bankruptcy Code § 365(a) to reject the Service Agreement, and thereby strip it off the Fore River Plant, and a motion under Bankruptcy Code § 363 for approval of the Proposed Transaction, including the sale of the Fore River Plant without the Service Agreement, to Constellation. As described below, Algonquin has already filed one and will shortly file a second Motion to Withdraw the Reference with the United States District Court for the Southern District Court of New York as to these Boston Companies' filings.

In their Joint Application for Authorization of Disposition of Jurisdictional Facilities, Request for Waivers of Certain Filing Requirements, and Request for Shortened Comment Period and Expedited Consideration (the "Application") filed with the Commission in Docket No. EC10-085-000 on August 18, 2010, Applicants do not give notice of nor do they seek approval of any change or alteration, nor do they propose to assign or transfer the Service Agreement in connection with the transfer of the Fore River Plant and other assets associated therewith between the Boston Companies and Constellation. Under the Proposed Transaction and the proposed bankruptcy court rejection of the Service Agreement, it may later be argued by Applicants that Fore River's rights and performance obligations and the service obligations of Algonquin under the Service Agreement will have ended, terminated and/or ceased once the Proposed Transaction is finally consummated. Therefore, Algonquin has a direct interest in the outcome of this proceeding arising out of its rights, obligations, and interests in the Service Agreement. Algonquin's interest cannot be adequately represented by any other party to this proceeding. Accordingly, Algonquin's participation in this proceeding is in the public interest.

III. PROTEST

The Service Agreement is a filed rate that has been approved by the Commission pursuant to the Natural Gas Act (the “NGA”). If the Commission were to approve the Application in a manner that severed, concluded, or terminated the parties’ mutual obligations under the Service Agreement, the Commission would, without public notice and due process under the Natural Gas Act, use Congress’s exclusive delegation of authority under the Federal Power Act to preempt an equal but separate exclusive delegation of authority under the Natural Gas Act in violation of the filed rate doctrine and the public interest. Accordingly, Algonquin protests the Application to the extent that it seeks, or the Commission decides, to alter or change the Service Agreement as an approved filed rate, and requests that any such action be reserved, and without prejudice to Algonquin’s rights thereunder, as determined after adequate notice and due process in a proceeding before the Commission under the Natural Gas Act.

Furthermore, and as a separate basis for protest from the matter stated above, Algonquin will show that if the Service Agreement is rejected as proposed to the bankruptcy court and does not continue with the successor owner, the Fore River Plant will no longer have firm transportation service providing for primary firm delivery rights at its delivery point on Algonquin’s facilities and, as a result, will be more likely to experience service restrictions or interruptions particularly during periods of peak utilization. Any interruption of natural gas service could degrade and have a material adverse effect on the reliability of the power transmission grid into which the Fore River Plant is connected. The Commission should closely examine the likely effects of the Proposed Transaction on electric reliability in determining whether to approve and/or condition authorization of the Proposed Transaction.

Accordingly, Algonquin requests that the Commission consider the issues presented in this protest, all in a manner such that any approval or authorization of the Proposed Transaction be done in accordance with due process and conditioned so as to be consistent with the public interest. Algonquin also requests that the Commission consider the concerns presented in the Affidavits of Paul Hibbard and Richard Paglia, which are referenced herein and filed along with this protest. *See* Affidavit of Paul J. Hibbard on Behalf of Algonquin Gas Transmission, LLC in Support of Motion to Intervene and Protest Application for Authorization of Disposition of Jurisdictional Facilities, Docket No. EC10-085-000 (Sep. 8, 2010) [“Hibbard Affidavit”]; Affidavit of Richard M. Paglia in Support of Motion of Algonquin Gas Transmission, LLC to Intervene and Protest Application for Authorization of Disposition of Jurisdictional Facilities, Docket No. EC10-085-000 (Sep. 8, 2010) [“Paglia Affidavit”].

A. The Natural Gas Act Filed-Rate Doctrine and the District Court’s Review of the Bankruptcy Court’s Concurrent Jurisdiction therewith Limits the Commission’s Authority to Approve the Application

The filed rate doctrine “forbids a regulated entity to charge rates for its services other than those properly filed with the appropriate federal regulatory authority.” *Arkansas Louisiana v. Hall*, 453 U.S. 571, 577 (1981); *see also California Department of Water Resources v. Calpine Corp. (In re Calpine Corp.)*, 337 B.R. 27, 35 (S.D.N.Y. 2006); *In re Enron Corp.*, 328 B.R. 75, 85 (Bankr. S.D.N.Y. 2005); *NRG Power Mktg., Inc. v. Blumenthal (In re NRG Energy, Inc.)*, No. 03-3754, 2003 WL 21507685, at *3 (S.D.N.Y. June 30, 2003). The filed rate doctrine assists the Commission in achieving the purpose of the Natural Gas Act (“NGA”) by guaranteeing “the stability of supply arrangements which all agree is essential to the health of the natural gas industry” and ensuring that filed rate “contracts remain fully subject to the paramount power of the Commission to modify them when necessary in the public interest.” *United Gas*

Pipe Line Co. v. Mobile Gas Serv. Corp., 350 U.S. 332, 344 (1956). Accordingly, it prohibits collateral attacks in the courts on the reasonableness of filed rates; challenges to filed rates may only be heard before the Commission because only the Commission has authority to modify the filed rate. *Miss. Power & Light Co. v. Moore*, 487 U.S. 354, 371 (1988); *Wegoland Ltd. V. NYNEX Corp.*, 27 F.3d 17, 21 (2d Cir. 1994); *Calpine*, 337 B.R. at 33; *Enron*, 327 B.R. at 537; *NRG*, 2003 WL 21507685, at *3. But even the Commission’s power to modify the filed rate is limited: as the Supreme Court noted in the *Permian Basin Area Rate Cases*, the Commission may abrogate filed rate agreements “only in circumstances of unequivocal public necessity.” *In re Permian Basin Area Rate Cases*, 390 U.S. 747, 822 (1968). This unequivocal public necessity is present, and the Commission is permitted to “change a filed rate only when . . . it might impair the financial ability of the public utility to continue its service, cast upon other consumers an excessive burden, or be unduly discriminatory.” *Calpine*, 337 B.R. at 32 (citing *Mirant*, 378 F.3d at 518 (quoting *Sierra Pacific*, 350 U.S. at 355)).

As referenced above, the Boston Companies have moved in United States Bankruptcy Court to reject the Service Agreement pursuant to 11 U.S.C. § 365(a) and to approve the Proposed Transaction. In response, Algonquin has moved (the “Withdrawal Motion”) in the United States District Court pursuant to 28 U.S.C. § 157(d) to withdraw the reference to the Bankruptcy Court of the Boston Companies’ rejection motion with respect to the Service Agreement because resolution of the rejection motion necessarily requires, as a threshold matter, consideration of the interrelationship between the Bankruptcy Code and the Natural Gas Act.² *See California Department of Water Resources v. Calpine Corp. (In re Calpine Corp.)*, 337 B.R. 27 (S.D.N.Y. 2006). In the Withdrawal Motion, Algonquin requests the District Court to make

² Algonquin has expressly reserved its rights, and intends to move to withdraw the reference to the District Court with respect to the Proposed Transaction Sale Motion submitted to the Bankruptcy Court for approval.

two determinations. First, whether the Bankruptcy Court Debtors are authorized to reject an executory energy contract notwithstanding the exclusive authority over the rates, terms and conditions of natural gas transportation service agreements in the Commission or whether the Commission and the Bankruptcy Court each have concurrent jurisdiction under their governing statutes. Second, Algonquin requests the District Court to determine the appropriate standard for authorizing the rejection of natural gas transportation service agreements – *i.e.*, whether the public interest standard underlying the Natural Gas Act, as opposed to the traditional “business judgment” standard utilized for rejection of executory contracts, must be applied. The District Court has issued a scheduling order with respect to the Withdrawal Motion under which briefing will be completed on September 24.

It is indisputable that the Service Agreement is a contract for the transportation of natural gas in interstate commerce under a filed rate approved by the Commission. Accordingly, the Service Agreement is subject to all of the requirements of sections 4 and 5 of the NGA and any change or modification to the contract, including a change in rates, terms or conditions or the cessation of performance thereunder, must be approved by the Commission pursuant to its authority and exclusive jurisdiction under the NGA.

In this Section 203 proceeding, the Commission is acting pursuant to its authority and exclusive jurisdiction under the FPA. The Applicants have asked the Commission to “facilitate the administration of the bankruptcy proceedings” by approving the disposition of facilities by a transaction that is subject to a Bankruptcy Court order, which order cannot have been stayed, reversed, modified, or amended on the transaction’s closing date. Application, at 3; *see* Asset Purchase Agreement § 7.1(e) (conditions to obligations of Constellation). However, as

Algonquin will urge before the District Court, the Bankruptcy Court should be prohibited from entering an order regarding the proposed rejection of the Service Agreement until the District Court determines the jurisdictional and related issues. If the Commission approves the Application in this docket before the District Court decides on the issues before it, the Commission should require that the purchaser assume the Service Agreement, or otherwise make clear that the ultimate disposition of issues regarding the Service Agreement are not within the scope of the Commission's review in this proceeding. If the Commission does not so require or clarify, its decision could be construed as having determined that the public interest is served by a transaction where the parties do not intend to keep in place the Service Agreement.

Algonquin is not asking the Commission in this FPA proceeding to rule on the reasonableness of, or the continuing validity of, the filed rate Service Agreement. Indeed, as the matters in this proceeding have been given public notice, the Commission may not determine to change, alter or amend the filed rate Service Agreement. Instead, Algonquin simply asks the Commission to consider whether it should approve a Section 203 application for disposition of a natural-gas fired generation plant when the Applicants (a) fail to request the assumption of or otherwise give notice of a change or alteration of a currently effective FERC-regulated filed-rate natural gas transportation service agreement, and/or (b) ask the Commission to approve the disposition of facilities by a transaction that should not be consummated until the United States District Court renders a decision regarding the jurisdictional and related issues associated with the Service Agreement. Algonquin submits that the Commission should defer a final decision on Applicants' Section 203 Application until the District Court makes its rulings on the issues before the District Court. In the event the Commission does not defer its decision, Algonquin requests that the Commission condition any Section 203 authorization such that the NGA filed

rate obligations under the Service Agreement are assumed by the transferee in any Proposed Transaction, or, alternatively, confirm that the issues regarding the disposition of the Service Agreement are not before the Commission in this proceeding and Algonquin is free to proceed later with whatever action may be appropriate whether before the Commission or in another appropriate forum.

B. If the Commission Concludes it Must Go Forward Now, the Commission Should Consider Reliability Issues Here and Condition any Approval of the Proposed Transaction on Fore River's or the Buyer's Continued Performance Under the Service Agreement

Under Section 215 of the Federal Power Act, the Commission has the responsibility to protect the reliability of the high voltage interstate transmission system through mandatory reliability standards. In recent orders issued under Section 203 of the Federal Power Act, the Commission has indicated that reliability concerns may be considered in the context of Section 203 proceedings. *See Ameren Corporation et al.*, 131 FERC ¶ 61,240 (2010); *NSTAR, Advanced Energy Systems, Inc. et al.*, 131 FERC ¶ 61,098 (2010); and *BlackRock, Inc. et al.*, 131 FERC ¶ 61,063 (2010). These orders addressed the obligation to comply with reliability standards more generally. Here, the Commission is faced with specific reliability concerns.

The Application does not consider reliability concerns that may reasonably be expected to arise if the Fore River Plant owners successfully reject the Service Agreement. The Fore River Plant interconnects to the Southeast Massachusetts ("SEMA") load area, which is adjacent to the Northeast Massachusetts/Boston ("NEMA/Boston") load area. Hibbard Affidavit, at P 14. The SEMA and NEMA/Boston load areas serve the largest share of residential and business customers in New England; these consumers used 40 million MWh of energy in 2009 (34 percent of total annual consumption in New England) in Eastern Massachusetts, and required a

peak electrical load of 8,374 MW in 2009. Hibbard Affidavit, at P 14. The ISO New England Inc. (“ISO-NE”) plans for and operates the power system in Eastern Massachusetts and the rest of New England. Hibbard Affidavit, at P 14. The ISO-NE ensures that customer demand for electricity within each load zone and for New England as a whole is met by all generators that serve the region, and that sufficient balancing and reactive service and voltage control (“RS/VC”) ancillary services are contributed to the system to prevent local outages and rolling blackouts on the transmission system. Hibbard Affidavit, at P 15.

Historically, the ISO-NE has relied on the Fore River Plant’s obligations to serve generation load to and provide RS/VC service within Eastern Massachusetts and the rest of New England. Hibbard Affidavit, at P 14-15. As an existing generating resource, the Fore River Plant provides up to 688 MW (summer rating) and up to 836 MW (winter rating) to Eastern Massachusetts and the rest of New England at levels up to approximately 16,368 MWh of electricity generation per day. Hibbard Affidavit, at P 6. Additionally, the ISO-NE calls on the Fore River Plant to provide RS/VC service, with ratings of 483 MVAR (lagging) and 342 MVAR (leading), pursuant to the RS/VC provisions of the ISO-NE Open Access Transmission Tariff. Hibbard Affidavit, at P 23. RS/VC helps ensure transmission grid stability and reliability. Hibbard Affidavit, at P 23.

Mr. Hibbard evaluated the Fore River Plant’s ability to meet load obligations, including fulfilling RS/VC obligations to maintain system reliability during system peak or during sudden changes referred to as “contingencies.” Hibbard Affidavit at PP 20-25. As Mr. Hibbard explains in his attached Affidavit, without a guarantee that a stable fuel supply will be delivered to its generation facilities, the Fore River Plant cannot be relied on with the same degree of certainty

by the ISO-NE to be available to meet power system needs. Hibbard Affidavit, at PP 15, 19-25. Mr. Hibbard concludes that, without the Fore River Plant's contributions to the system, the current level of power system reliability will be degraded for consumers in the local area of the Fore River Plant and, over the term of the Service Agreement, for consumers across the SEMA region and, potentially, throughout Eastern Massachusetts and the rest of New England. Hibbard Affidavit, at PP 20-25.

The Fore River Plant's primary variable costs to ensure a stable fuel supply for its generating capacity are for natural gas, which is the only fuel source that it uses to generate electricity, and firm transportation service on Algonquin, which is the only pipeline available to transport gas to its facilities. Paglia Affidavit, at P 7. While the Fore River Plant accepts delivery of natural gas pursuant to the Service Agreement, the cost to transport natural gas on Algonquin's system is at a negotiated rate that is less than the applicable maximum recourse rate for firm transportation service on Algonquin. Paglia Affidavit, at P 6. If the Applicants are able to successfully reject the Service Agreement, however, the Fore River Plant will lose the benefit of this negotiated rate. Paglia Affidavit, at P 7.

Algonquin's capacity map currently shows available capacity from Beverly to various points on its system. However, all of that capacity has been committed to other shippers under Algonquin's East-to-West expansion project, which was certificated by the Commission in Docket No. CP08-420 and is currently under construction with a target in-service date of November 1, 2010. Paglia Affidavit, at P 11. Once Algonquin commences service to its East-to-West expansion customers, this unsubscribed capacity will no longer be available for others to subscribe on a firm basis. Paglia Affidavit, at P 11.

Applicants apparently believe that the Fore River Plant operation will be able to save money and have Algonquin transport the same volumes of natural gas that are needed to generate electricity by utilizing interruptible or secondary point firm transportation service. If the Fore River Plant owner proceeds without retaining the Service Agreement, it will be dependent on these lower priority services which could jeopardize reliability during times of peak utilization on Algonquin and peak demand for electricity in the Boston and surrounding areas. Paglia Affidavit, at PP 9, 11; Hibbard Affidavit, at PP 15, 20.

In this regard, the availability of interruptible or secondary firm service could be more limited than it is today once the Algonquin East-to-West Expansion goes into service and if its shippers, who have fully subscribed to the remaining HubLine capacity, begin using their firm transportation agreements to serve requirements other than the Fore River Plant. No other shipper has primary firm transportation delivery rights at the Fore River delivery point. Paglia Affidavit, at PP 9, 11. Additionally, the Fore River Plant has no other means to receive natural gas for plant operations. Paglia Affidavit, at P 7. Consequently, the ability for the Fore River Plant to be counted on for reliability purposes, especially in times of peak demand, will be diminished. Paglia Affidavit, at PP 9, 11; Hibbard Affidavit, at PP 15, 20.

Additionally, assuming Fore River is successful in rejecting the Service Agreement, when the Fore River Plant owners secure interruptible or secondary firm service, Algonquin will not be obligated to maintain a delivery pressure of between 400 psig and 750 psig at the Fore River Plant. Paglia Affidavit, at P 10. Delivery point pressure is a critical component for efficient plant operation and deliveries at the Fore River delivery point. Paglia Affidavit, at P 10. Without this element of the service obligation, pressure at the Fore River delivery point will be

subject to fluctuation based on prevailing pipeline operating conditions. Paglia Affidavit, at P 10. Accordingly, the efficiency with which Fore River is able to take delivery of gas at the Fore River Plant may be diminished.

If natural gas transportation service restrictions or interruptions do prevent Fore River from meeting its obligations, the Fore River Plant will also be unable to provide RS/VC services to the local transmission system. Hibbard Affidavit, at PP 21, 22. The ISO-NE has recognized the need for RS/VC services throughout its transmission system. *See ISO New England Inc. and New England Power Pool Participants Committee*, 123 FERC ¶ 61,300 at P 5 (2008) ("ISO-NE needs steady state and post-contingency voltage control during low voltage conditions to protect the entire bulk-power system from a cascading voltage collapse, and the ISO-NE needs steady state voltage control during high voltage conditions primarily to protect equipment at the specific location or locations that might otherwise experience high voltage levels sufficient to cause equipment damage."). The siting and provision of RS/VC services is a localized reliability requirement because "[o]ver- or under-supply of reactive power at other points in the network do not contribute to a stable system and could harm the reliability of the system." Order No. 888-A, 78 FERC ¶ 61,220 at *159 (1997). The loss of a single generator or a major transmission line could raise reliability concerns. Hibbard Affidavit, at PP 21-22. A gas-fired generator such as the Fore River Plant cannot predict how much of its RS/VC services are required at any point in time; it only knows that it has a requirement to provide them. *See Mandatory Reliability Standards for the Bulk-Power System*, Order No. 693, FERC Stats. & Regs. ¶ 31,242 at P 253 (2007) (requiring mandatory compliance with the RS/VC schedules by all generators that provide RS/VC services).

The Fore River Plant has historically provided energy, capacity, RS/VC, and other ancillary services to its localized transmission system. Hibbard Affidavit, at PP 14, 20-21. In its initial review of the need for the Fore River Plant in New England, the ISO-NE determined that the plant was needed to support transmission system voltages and reduce thermal loadings in SEMA. Hibbard Affidavit, at P 23. Although the ISO-NE concluded that the Fore River Plant's contributions were insufficient to justify granting the plant Reliability-Must-Run status, the ISO-NE stated that, without the Fore River Plant, load shedding, or "rolling blackouts," along with generation redispatch, would need to be activated in the SEMA system in case of contingencies. Hibbard Affidavit, at P 25.

By successfully rejecting the Service Agreement, however, Fore River will put at risk its ability to have assurances that gas will be delivered at peak times when gas will be most needed; or, when Fore River is able to secure interruptible and/or secondary service, Fore River will find itself subject to a lower priority that may restrict or interrupt its transportation service if firm shippers use their capacity to meet other primary firm service requirements . On each and every occasion that Fore River is unable to obtain delivery of the volume of natural gas it needs to meet its obligations, it may not be available to provide energy, capacity, RS/VC, and/or other ancillary services to the SEMA system; reliability issues will then arise if a contingency simultaneously occurs. Hibbard Affidavit, at PP 27, 34-35. Mr. Hibbard concludes that to prevent transmission system failure in such circumstances, the ISO-NE could need to implement rolling blackouts in SEMA that could temporarily diminish or eliminate power supply to residential and business electricity consumers within Massachusetts. Hibbard Affidavit, at PP 26-27.

The Commission should carefully consider these reliability risks in the context of its Federal Power Act Section 215 responsibilities. As stated in his Affidavit, it is Mr. Hibbard's professional opinion that the non-availability of primary point firm service under the Service Agreement will reduce "the ability to count on operation of the Fore River Plant under peak load or system contingency circumstances", and would thereby "diminish the reliability of power supply for at least some portion of business and residential electricity consumers within Massachusetts." As stated at the very beginning of this argument, the reliability standards approved by the Commission under Federal Power Act Section 215 are mandatory, and reliability concerns may properly be considered in the context of Section 203 proceedings. *See Ameren Corporation et al.*, 131 FERC ¶ 61,240 (2010); *NSTAR, Advanced Energy Systems, Inc. et al.*, 131 FERC ¶ 61,098 (2010); and *BlackRock, Inc. et al.*, 131 FERC ¶ 61,063 (2010).

Algonquin is mindful of one prior Commission Section 203 order where the Commission, although taking power system reliability into account, rejected "Portland Gas Transmission's reliability concerns related to the Applicants' decision not to transfer the firm gas transportation contract along with the Rumford plant as speculative." *James A. Goodman, As Receiver For Certain Assets of PMCC Calpine*, 115 FERC ¶ 61346 (2006) ("*Goodman*"). However, *Goodman* is properly distinguished from the circumstances present here. Prominent among those distinctions was that in *Goodman*, the Rumford plant had not been operating for several months (with no stated plans to recommence operations). In this case, the Fore River Plant has been for many years, and continues to be, in continuous operation in ISO-NE. Moreover, in contrast to and compared with Algonquin's HubLine system being fully subscribed on the effective date of its East-to-West expansion, Portland's facilities were not fully subscribed in the facts presented in *Goodman*. Moreover, as compared to the reliability analysis offered by Mr.

Hibbard, and as supported by the Affidavit and exhibits of Mr. Paglia, Portland offered no affidavit or other evidentiary support for its reliability allegations. *Goodman* is therefore factually distinguishable from the circumstances here.

Accordingly, if the Commission here concludes that it cannot or should not defer its Section 203 determinations on these reliability issues until the United States District Court acts on the jurisdictional and related issues before it, and the Commission further determines that it should not delay its decision to authorize disposition of the assets in the Proposed Transaction, then, subject to the appropriate notice and due process as required under the NGA, the Commission should condition any authorization of the Proposed Transaction on the transfer and assumption of the Service Agreement along with the interconnection and generation facilities. Such a condition would serve the public interest to mitigate the potential reliability effects the transaction would otherwise impose. *See Okla. Gas & Elec. Co. ("OG&E") and Redbud Energy LP*, 124 FERC ¶ 61,239 at P 50 (2008) (conditioning approval of a Section 203 disposition application on the applicant's commitment to make investments that mitigate potential reliability issues). Alternatively, Algonquin requests that the Commission confirm that the issues regarding the disposition of the Service Agreement are not before the Commission in this proceeding and that Algonquin is free to proceed later with whatever action may be appropriate whether before the Commission or in another appropriate forum.

IV. CONCLUSION

For the reasons stated above, Algonquin requests that the Commission grant Algonquin's motion to intervene in this proceeding with full rights of a party to the proceeding, and considering the matters raised in Algonquin's protests as stated above, summarily grant the relief

therein requested. If the Commission determines that it cannot summarily grant any of Algonquin's above-mentioned requests, but nonetheless finds that there are genuine issues of material fact in dispute, Algonquin asks that the Commission set this matter for hearing for development of a full record from which to determine the impacts of the as-filed Proposed Transaction on any filed rates and the reliability of electricity transmission in New England and, therefore, on the public interest.

Respectfully submitted,

/s/ Charles A. Moore
Charles A. Moore
Scott A. Looper
Dewey & LeBoeuf LLP
RRI Energy Building
1000 Main Street, Suite 2550
Houston, TX 77002
(713) 287-2000 Telephone

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Steven E. Hellman
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Spectra Energy Corp
5400 Westheimer Court
Suite 9B-61
Houston, TX 77056

Attorneys for Algonquin Gas Transmission, LLC

**AFFIDAVIT OF RICHARD M. PAGLIA
IN SUPPORT OF MOTION OF ALGONQUIN GAS TRANSMISSION, LLC
TO INTERVENE AND PROTEST APPLICATION FOR AUTHORIZATION OF
DISPOSITION OF JURISDICTIONAL FACILITIES**

I, Richard M. Paglia, under penalty of perjury, declare the following to be true to the best of my knowledge:

1. I am employed by Algonquin Gas Transmission, LLC (“**Algonquin**”) as its Vice President of Marketing. I make this declaration in support of the Motion of Algonquin Gas Transmission, LLC (the “**Motion to Intervene**”) to Intervene and Protest the Joint Application for Authorization of Disposition of Jurisdictional Facilities of Fore River Development, LLC, et al. in Docket No. EC10-85-000 (the “**Fore River Application**”).

2. Capitalized terms used, but not defined, herein shall have the meanings ascribed to them in the Motion to Intervene.

3. I make this declaration based on my personal knowledge and a review of agreements, business records, and other documents maintained by Algonquin in the ordinary course of its business.

4. I have been employed by Algonquin since September 29, 2009, and as such I am familiar with Algonquin’s pipeline facilities and its provision of natural gas transportation service to the Fore River power generation plant (“**Fore River Facility**”) and other delivery points on and along the Algonquin HubLine facilities. I am also familiar with the various contracts entered into by and among Algonquin and Fore River Development, LLC (“**Fore River**”) with respect to such service, as well as the various rate schedules and services provided thereunder by Algonquin to other shippers on and along those HubLine facilities.

5. On January 31, 2001, Algonquin, Fore River (then known as Sithe Fore River Development, LLC), and Sithe Power Marketing, L.P. (“**SPM**”) entered into the Service Agreement (Applicable to Rate Schedule AFT-1) (the “**HubLine Service Agreement**”),

Contract No. 510008. Under the HubLine Service Agreement, Algonquin agreed to reserve capacity and provide transportation service for natural gas tendered by Fore River on a firm basis for a primary term of twenty years. Pursuant to the HubLine Service Agreement, Algonquin reserves capacity for, and transports up to, 140,000 dekatherms (“**Dth**”) of natural gas per day delivered to a single delivery point serving the Fore River Facility. Firm transportation service to the Fore River Facility under the HubLine Service Agreement receives the highest priority of service on the Algonquin system. A true and accurate copy of the HubLine Service Agreement is attached hereto as Exhibit A, along with a schedule showing the last three years of daily deliveries at the Fore River Facility delivery point attached as Exhibit A-1.

6. The applicable recourse rates for such service on Algonquin’s HubLine facilities are established under Rate Schedule AFT-1 which is part of Algonquin’s FERC-approved gas tariff (the “**Algonquin Tariff**”). Section 7 of Rate Schedule AFT-1 incorporates by reference the General Terms and Conditions of the Algonquin Tariff. The negotiated rates for shippers on the HubLine facilities, including Fore River, were approved by the FERC in a Letter Order issued on November 7, 2003, in Docket No. RP00-70-003. The negotiated rate applicable to the HubLine Service Agreement was subsequently modified and approved by the FERC in an unpublished letter order dated February 21, 2008 in Docket No. RP00-70-018. Pursuant to the HubLine Service Agreement, Fore River pays Algonquin a fixed monthly charge of approximately \$719,000 and a variable charge based on usage.

7. The Fore River Facility does not have access to natural gas except via Algonquin’s pipeline facilities. No other natural gas pipeline serves the Fore River Facility. If a purchaser of the Fore River Facility does not assume the HubLine Service Agreement and desires to operate the plant using natural gas, the purchaser will need to enter into alternative arrangements for transportation of natural gas on the Algonquin pipeline, presumably at a rate different than the FERC-approved rate for service under the HubLine Service Agreement.

8. The Fore River Facility has a single delivery point where natural gas is delivered to the plant. Fore River has the right under its HubLine Service Agreement to receive gas on the Algonquin pipeline system at two primary receipt points for transport to the Fore River Facility. The first primary receipt point is the interconnection of the Algonquin pipeline with the Maritimes & Northeast Pipeline system in Beverly, Massachusetts, which can receive up to 70,000 Dth per day. The second primary receipt point is the interconnection of Algonquin's HubLine system with its Q and I-3 pipeline systems, which can likewise receive up to 70,000 Dth per day. Together, these two primary receipt points receive up to the maximum daily transportation quantity (“**MDTQ**”) of 140,000 Dth reserved for Fore River pursuant to the HubLine Service Agreement. A diagram illustrating the receipt and delivery points is attached hereto as Exhibit B.

9. Under the HubLine Service Agreement, the Fore River Facility has primary (i.e., highest priority) access to capacity on Algonquin's pipeline for transportation of volumes of natural gas of up to 140,000 Dth per day. If the HubLine Service Agreement is rejected, there will be no transportation service agreements in place with Algonquin where a shipper will have the Fore River delivery point as a primary point of delivery on its contract. In the absence of an alternate firm transportation service agreement with Algonquin establishing the Fore River delivery point as a primary point of delivery, the Fore River Facility owner will be dependent upon gas being delivered to the Fore River Facility under service agreements having a lower service priority, and, thus, subject to curtailment before service agreements with primary firm priority, like the service currently provided under the HubLine Service Agreement.

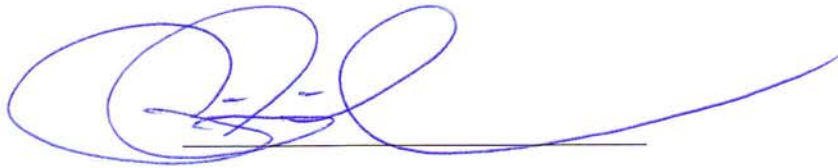
10. Moreover, the HubLine Service Agreement gives Fore River certain delivery pressure assurances on Algonquin's HubLine system with respect to the natural gas that Algonquin delivers to the Fore River delivery point. These delivery pressure assurances will no longer be obligatory if the HubLine Service Agreement does not remain in effect. Algonquin's delivery point pressure obligation under the HubLine Service Agreement requires that natural gas be delivered at a pressure of not less than 400 psig, and not greater than 750 psig in order to

accommodate the operating requirements of the Fore River Facility. The pressure of natural gas supplies delivered at the Fore River delivery point is a critical component for efficient plant operations. Without this element of the service obligation, pressure at the Fore River delivery point will be subject to fluctuation based on prevailing pipeline operating conditions.

11. No other shipper on Algonquin has in place a firm transportation service contract with the Fore River delivery point designated as a primary delivery point. Since its institution of the bankruptcy proceedings on August 18, 2010, Fore River has not utilized the HubLine Service Agreement, instead relying exclusively on transportation of gas to the Fore River Facility under alternative arrangements. Unlike Fore River's historic utilization of capacity under the HubLine Service Agreement, these lower priority services are subject to a greater risk of being restricted or curtailed than the primary firm service that is available under the HubLine Service Agreement. The service priority under the HubLine Service Agreement can be particularly important on peak days when the Fore River Facility is most likely to be called upon to meet critical electric generation demands. Further, all of the currently available Rate Schedule AFT-1 capacity on the HubLine facilities will be fully subscribed to other customers upon the in-service date of Algonquin's East-to-West expansion project, which is currently targeted for a November 1, 2010 in-service date. Thus, the availability of the lower priority arrangements that Fore River has been relying on since it filed for bankruptcy protection could be subject to restrictions or curtailment in the event these other shippers utilize their firm transportation service to supply gas to parties other than Fore River.

I swear under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: September 8, 2010



Richard M. Paglia
Vice President, Marketing
Algonquin Gas Transmission, LLC

EXHIBIT A

To Affidavit of Richard M. Paglia
In Support of Motion of Algonquin Gas Transmission, LLC
To Intervene and Protest Application
For Authorization of Disposition of Jurisdictional Facilities

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FROM DUKE ENERGY LAW DEPT. FAX NO 713-989-3190 (MON) 2 5' 31 11-12/ST. 1' 06/NO 4960069731 P 32

Contract No. 510008

SERVICE AGREEMENT
(APPLICABLE TO RATE SCHEDULE AFT-1)

ARTICLE I
SCOPE OF AGREEMENT

- 1.1 Subject to the terms, conditions and limitations hereof and of Algonquin's Rate Schedule AFT-1, Algonquin agrees to receive from or for the account of Customer for transportation on a firm basis quantities of natural gas tendered by Customer on any day at the Point(s) of Receipt; provided, however, Customer shall not tender without the prior consent of Algonquin, at any Point of Receipt on any day a quantity of natural gas in excess of the applicable Maximum Daily Receipt Obligation for such Point of Receipt plus the applicable Fuel Reimbursement Quantity; and provided further that Customer shall not tender at all Point(s) of Receipt on any day or in any year a cumulative quantity of natural gas, without the prior consent of Algonquin, in excess of the following quantities of natural gas plus the applicable Fuel Reimbursement Quantities

Maximum Daily Transportation Quantity	140,000 Dth
Maximum Annual Transportation Quantity	51,100,000 Dth

- 1.2 Algonquin agrees to transport and deliver to or for the account of Customer at the Point(s) of Delivery and Customer agrees to accept or cause acceptance of delivery of the quantity received by Algonquin on any day, less the Fuel Reimbursement Quantities, provided, however, Algonquin shall not be obligated to deliver at any Point of Delivery on any day a quantity of natural gas in excess of the applicable Maximum Daily Delivery Obligation

ARTICLE II
TERM OF AGREEMENT

- 2.1 This Agreement shall become effective as of the date first above written. Subject to Paragraph 11 of the 1999 Precedent Agreement, service under this Agreement shall commence on the date that construction of the HubLine facilities necessary to provide the firm transportation service contemplated herein is completed and such facilities are available for service. After service commences under this Agreement, this Agreement shall continue in effect until and including the later of (i) August 31, 2021; or (ii) the last day of the month in which the twentieth (20th) anniversary of the commencement of service under the agreement being superseded, as described in Section 8.2 of this Agreement, occurs ("Primary Term") and shall remain in force from year to year thereafter unless terminated by either party by

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Contract No 510008

**SERVICE AGREEMENT
(APPLICABLE TO RATE SCHEDULE AFT-1)**

written notice one year or more prior to the end of the Primary Term or any successive term thereafter. Algonquin's right to cancel this Agreement upon the expiration of the Primary Term hereof or any succeeding term shall be subject to Customer's rights pursuant to Sections 8 and 9 of the General Terms and Conditions. In the event that HubLine service does not commence for any reason, then service under this Agreement shall not commence and this Agreement shall be null and void.

- 2.2 This Agreement may be terminated at any time by Algonquin in the event Customer fails to pay part or all of the amount of any bill for service hereunder and such failure continues for thirty days after payment is due, provided Algonquin gives ten days prior written notice to Customer of such termination and provided further such termination shall not be effective if, prior to the date of termination, Customer either pays such outstanding bill or furnishes a good and sufficient surety bond guaranteeing payment to Algonquin of such outstanding bill; provided that Algonquin shall not be entitled to terminate service pending the resolution of a disputed bill if Customer complies with the billing dispute procedure currently on file in Algonquin's tariff.

**ARTICLE III
RATE SCHEDULE**

- 3.1 Customer shall pay Algonquin for all services rendered hereunder and for the availability of such service under Algonquin's Rate Schedule AFT-1 as filed with the Federal Energy Regulatory Commission and as the same may be hereafter revised or changed. The rate to be charged Customer for transportation hereunder shall not be more than the maximum rate under Rate Schedule AFT-1, nor less than the minimum rate under Rate Schedule AFT-1.
- 3.2 This Agreement and all terms and provisions contained or incorporated herein are subject to the provisions of Algonquin's applicable rate schedules and of Algonquin's General Terms and Conditions on file with the Federal Energy Regulatory Commission, or other duly constituted authorities having jurisdiction, and as the same may be legally amended or superseded, which rate schedules and General Terms and Conditions are by this reference made a part hereof.
- 3.3 Customer agrees that Algonquin shall have the unilateral right to file with the appropriate regulatory authority and make changes effective in (a) the rates and charges applicable to service pursuant to Algonquin's Rate Schedule AFT-1, (b) Algonquin's Rate Schedule AFT-1, pursuant to which service hereunder is rendered or (c) any provision of the General Terms and Conditions applicable to Rate

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NO 0279 P 35

Contract No 510008

**SERVICE AGREEMENT
(APPLICABLE TO RATE SCHEDULE AFT-1)**

Schedule AFT-1. Algonquin agrees that Customer may protest or contest the aforementioned filings, or may seek authorization from duly constituted regulatory authorities for such adjustment of Algonquin's existing FERC Gas Tariff as may be found necessary to assure that the provisions in (a), (b), or (c) above are just and reasonable.

**ARTICLE IV
POINT(S) OF RECEIPT**

Natural gas to be received by Algonquin for the account of Customer hereunder shall be received at the outlet side of the measuring station(s) at or near the Primary Point(s) of Receipt set forth in Exhibit A of the service agreement, with the Maximum Daily Receipt Obligation and the receipt pressure obligation indicated for each such Primary Point of Receipt. Natural gas to be received by Algonquin for the account of Customer hereunder may also be received at the outlet side of any other measuring station on the Algonquin system, subject to reduction pursuant to Section 6.2 of Rate Schedule AFT-1.

**ARTICLE V
POINT(S) OF DELIVERY**

Natural gas to be delivered by Algonquin for the account of Customer hereunder shall be delivered on the outlet side of the measuring station(s) at or near the Primary Point(s) of Delivery set forth in Exhibit B of the service agreement, with the Maximum Daily Delivery Obligation and the delivery pressure obligation indicated for each such Primary Point of Delivery. Natural gas to be delivered by Algonquin for the account of Customer hereunder may also be delivered at the outlet side of any other measuring station on the Algonquin system, subject to reduction pursuant to Section 6.4 of Rate Schedule AFT-1.

**ARTICLE VI
ADDRESSES**

Except as herein otherwise provided or as provided in the General Terms and Conditions of Algonquin's FERC Gas Tariff, any notice, request, demand, statement, bill or payment provided for in this Agreement, or any notice which any party may desire to give to the other, shall be in writing and shall be considered as duly delivered when mailed by registered, certified, or first class mail to the post office address of the parties hereto, as the case may be, as follows.

- (a) Algonquin Algonquin Gas Transmission Company
 5400 Westheimer Court

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Contract No 510008

SERVICE AGREEMENT
(APPLICABLE TO RATE SCHEDULE AFT-1)

Houston, TX 77056
Attn: Vice President Marketing

(b) Customer Sithe Fore River Development, LLC
335 Madison Avenue, 28th floor
New York, NY 10017
Attn: Project Manager, with copy to Legal Group

or such other address as either party shall designate by formal written notice.

ARTICLE VII
INTERPRETATION

The interpretation and performance of the Agreement shall be in accordance with the laws of the Commonwealth of Massachusetts, excluding conflicts of law principles that would require the application of the laws of a different jurisdiction

ARTICLE VIII
AGREEMENTS BEING SUPERSEDED

8.1 When this Agreement becomes effective, it shall supersede the following agreements between the parties hereto:

The Original Service Agreement, Contract No 99025 (References to the Original Service Agreement, Contract No 99025, in the 2000 Precedent Agreement shall be construed for purposes thereof and hereof to refer to this Agreement)

8.2 When service commences under this Agreement, it shall supersede the following agreements between the parties hereto, except that in the case of conversions from former Rate Schedules F-2 and F-3, the parties' obligations under Article II of the service agreements pertaining to such rate schedules shall continue in effect.

Subject to the terms and conditions of Paragraph 11 of the 1999 Precedent Agreement, this Agreement supersedes the Service Agreement dated January 31, 2001, Contract No. 510009, effective on the date service commences under this Agreement as part of Algonquin's Hubline Project as specified in ARTICLE II, Section 2.1 of this Agreement

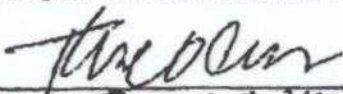
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Contract No. 510008

SERVICE AGREEMENT
(APPLICABLE TO RATE SCHEDULE AFT-1)

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be signed by their respective agents thereunto duly authorized, the day and year first above written

ALGONQUIN GAS TRANSMISSION COMPANY


By THOMAS C. D'ONOFRIO
Title

SITHE FORE RIVER DEVELOPMENT, LLC


By Sandra J. Manilla
Title **Vice President & Treasurer**

**SITHE POWER MARKETING, L.P. (solely for purposes
of Article VIII hereof)**
By its General Partner
Sithe AOG Holding #1, Inc.


By Sandra J. Manilla
Title **Vice President & Treasurer**

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Contract No 510008

SERVICE AGREEMENT
(APPLICABLE TO RATE SCHEDULE AFT-1)

Exhibit A
Point(s) of Receipt

Dated: January 31, 2001


To the service agreement under Rate Schedule AFT-1 between
 Algonquin Gas Transmission Company (Algonquin) and
 Sthe Fore River Development, LLC (Customer)
 concerning Point(s) of Receipt

<u>Primary Point of Receipt</u>	<u>Maximum Daily Receipt Obligation (Dth)</u>	<u>Maximum Receipt Pressure (Psig)</u>
Interconnection of AGT and Maritimes & Northeast Pipeline	70,000	Algonquin's line pressure as may exist from time to time
Interconnection with AGT's Q and I-3 systems	70,000	Algonquin's line pressure as may exist from time to time

Signed for Identification

Algonquin:

Customer:



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Contract No. 510008

**SERVICE AGREEMENT
 (APPLICABLE TO RATE SCHEDULE AFT-1)**

**Exhibit B
 Point(s) of Delivery**

Dated: January 31, 2001

To the service agreement under Rate Schedule AFT-1 between
 Algonquin Gas Transmission Company (Algonquin) and
 Sithe Fore River Development, LLC (Customer)
 concerning Point(s) of Delivery

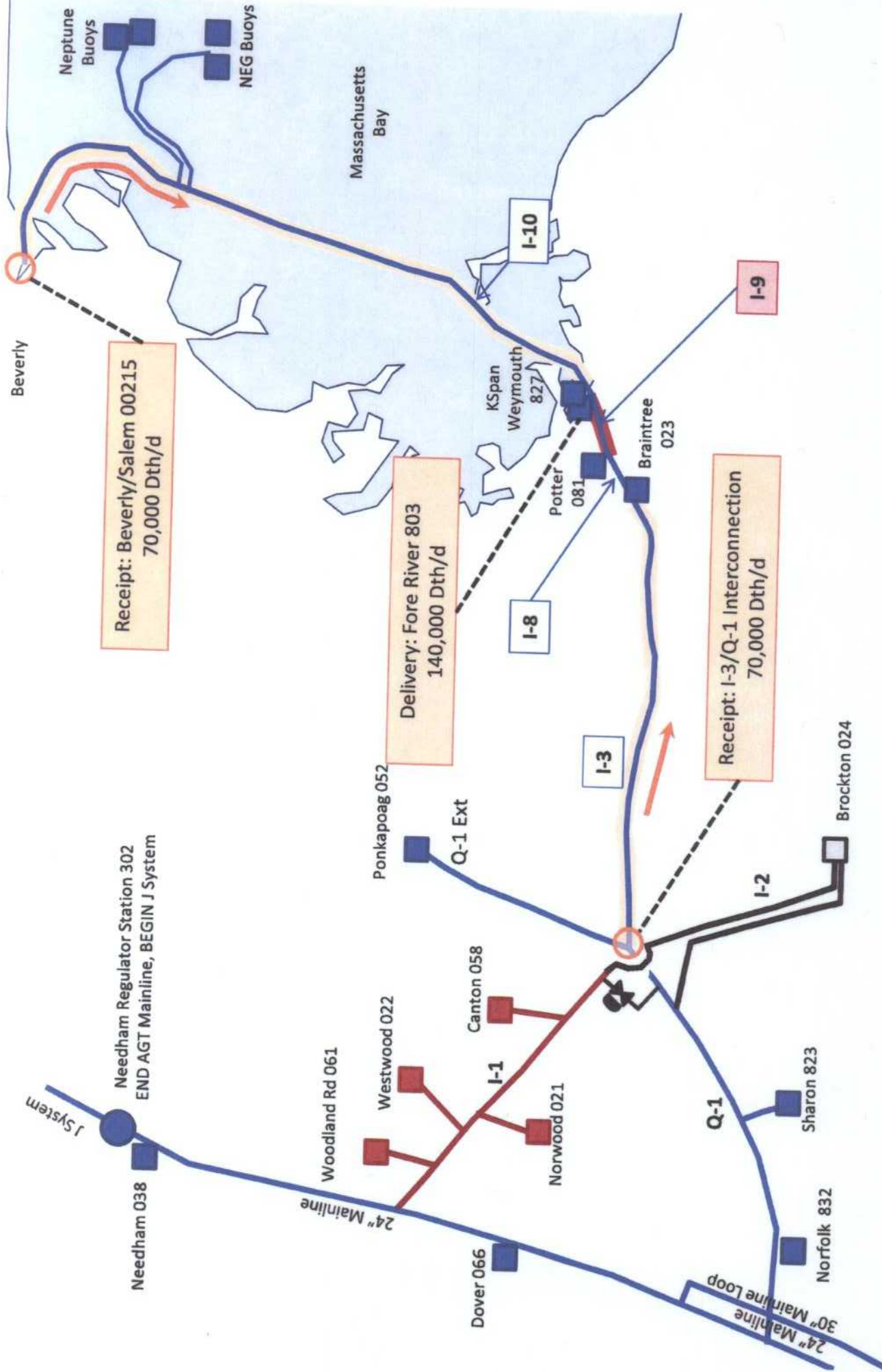
Primary Point of Delivery	Maximum Daily Delivery Obligation (Dth)	Minimum Delivery Pressure (Psig)
Fore River Plant	140,000	Algonquin's line pressure as may exist from time to time, but not less than 400 psig or greater than 750 psig.

Signed for Identification

Algonquin

Customer





Not to Scale

EXHIBIT A-1

To Affidavit of Richard M. Paglia
In Support of Motion of Algonquin Gas Transmission, LLC
To Intervene and Protest Application
For Authorization of Disposition of Jurisdictional Facilities

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
9/01/2007	88,515	1,026	90,817
9/02/2007	86,643	1,035	89,670
9/03/2007	100,250	1,034	103,652
9/04/2007	95,558	1,053	100,604
9/05/2007	98,201	1,036	101,784
9/06/2007	97,818	1,040	101,751
9/07/2007	80,868	1,054	85,388
9/08/2007	63,658	1,065	67,814
9/09/2007	106,641	1,045	111,484
9/10/2007	95,391	1,064	101,387
9/11/2007	99,222	1,043	103,511
9/12/2007	96,019	1,051	100,885
9/13/2007	99,901	1,058	105,739
9/14/2007	102,893	1,041	107,180
9/15/2007	95,402	1,035	98,756
9/16/2007	91,657	1,059	97,057
9/17/2007	98,220	1,050	103,131
9/18/2007	101,594	1,040	105,745
9/19/2007	101,916	1,031	105,039
9/20/2007	97,526	1,039	101,377
9/21/2007	97,617	1,043	101,847
9/22/2007	95,660	1,061	101,471
9/23/2007	94,662	1,052	99,584
9/24/2007	98,738	1,060	104,679
9/25/2007	91,687	1,064	97,818
9/26/2007	91,835	1,069	98,187
9/27/2007	90,337	1,063	96,046
9/28/2007	93,478	1,042	97,474
9/29/2007	97,956	1,026	100,641
9/30/2007	93,335	1,050	97,922
10/01/2007	100,764	1,030	103,847
10/02/2007	99,401	1,031	102,452
10/03/2007	100,462	1,029	103,360
10/04/2007	98,983	1,027	101,651
10/05/2007	96,923	1,031	99,939
10/06/2007	102,375	1,055	108,026
10/07/2007	94,350	1,069	100,877
10/08/2007	96,249	1,068	102,788
10/09/2007	102,812	1,039	106,939
10/10/2007	103,999	1,037	107,973

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
10/11/2007	100,100	1,046	104,852
10/12/2007	95,428	1,051	100,377
10/13/2007	93,140	1,060	98,624
10/14/2007	101,722	1,056	107,514
10/15/2007	101,662	1,035	105,250
10/16/2007	95,088	1,053	100,233
10/17/2007	102,181	1,043	106,643
10/18/2007	103,380	1,033	106,883
10/19/2007	99,640	1,035	103,178
10/20/2007	92,232	1,025	94,494
10/21/2007	93,078	1,024	95,288
10/22/2007	100,315	1,033	103,614
10/23/2007	100,093	1,035	103,503
10/24/2007	100,040	1,038	103,819
10/25/2007	92,095	1,041	95,908
10/26/2007	55,974	1,099	58,530
10/27/2007	12	1,021	12
10/28/2007	34,255	1,033	35,441
10/29/2007	68,194	1,034	70,598
10/30/2007	97,564	1,031	100,448
10/31/2007	96,463	1,020	98,316
11/01/2007	109,723	1,031	113,086
11/02/2007	107,536	1,036	111,431
11/03/2007	106,310	1,036	110,215
11/04/2007	102,355	1,035	105,976
11/05/2007	102,773	1,036	106,468
11/06/2007	99,614	1,039	103,529
11/07/2007	101,847	1,044	106,360
11/08/2007	101,370	1,040	105,559
11/09/2007	101,976	1,031	105,113
11/10/2007	98,056	1,037	101,722
11/11/2007	102,341	1,039	106,319
11/12/2007	105,976	1,037	109,882
11/13/2007	99,912	1,030	102,932
11/14/2007	93,494	1,030	96,297
11/15/2007	95,621	1,032	98,649
11/16/2007	98,524	1,041	102,570
11/17/2007	90,178	1,038	93,613
11/18/2007	101,996	1,048	106,936
11/19/2007	96,389	1,045	100,767

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
11/20/2007	89,689	1,055	94,644
11/21/2007	60,120	1,042	63,238
11/22/2007	61	1,027	62
11/23/2007	74	1,032	77
11/24/2007	122	1,053	129
11/25/2007	19,941	1,062	21,042
11/26/2007	91,083	1,055	96,051
11/27/2007	92,913	1,038	96,429
11/28/2007	95,604	1,035	99,021
11/29/2007	102,226	1,031	105,407
11/30/2007	62,193	1,040	65,141
12/01/2007	116	1,041	120
12/02/2007	80	1,069	86
12/03/2007	83	1,051	87
12/04/2007	103	1,048	108
12/05/2007	82	1,048	86
12/06/2007	268	1,011	272
12/07/2007	509	1,015	519
12/08/2007	211	1,024	217
12/09/2007	485	1,032	501
12/10/2007	18,369	1,040	19,020
12/11/2007	16,350	1,036	16,856
12/12/2007	85,854	1,033	88,658
12/13/2007	85,268	1,043	89,159
12/14/2007	57,878	1,032	59,807
12/15/2007	179	1,040	186
12/16/2007	91	1,050	95
12/17/2007	5,170	1,054	5,445
12/18/2007	89,820	1,045	93,835
12/19/2007	98,953	1,042	103,114
12/20/2007	103,449	1,045	108,125
12/21/2007	64,095	1,064	67,667
12/22/2007	95	1,044	99
12/23/2007	62	1,024	63
12/24/2007	74	1,031	77
12/25/2007	80	1,030	82
12/26/2007	85	1,035	88
12/27/2007	87	1,047	91
12/28/2007	71	1,032	73
12/29/2007	77	1,045	80

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
12/30/2007	77	1,043	81
12/31/2007	93	1,033	96
1/01/2008	89	1,026	91
1/02/2008	102	1,034	106
1/03/2008	589	1,021	599
1/04/2008	696	1,022	709
1/05/2008	64	1,024	66
1/06/2008	59	1,032	61
1/07/2008	64	1,031	66
1/08/2008	63	1,032	65
1/09/2008	2,416	1,032	2,494
1/10/2008	7,025	1,027	7,234
1/11/2008	10,800	1,050	11,372
1/12/2008	54	1,051	57
1/13/2008	55	1,054	58
1/14/2008	108	1,057	115
1/15/2008	152	1,069	162
1/16/2008	115	1,056	122
1/17/2008	111	1,058	118
1/18/2008	73	1,052	77
1/19/2008	70	1,040	73
1/20/2008	96	1,050	101
1/21/2008	107	1,053	113
1/22/2008	71	1,050	74
1/23/2008	23,693	1,049	24,941
1/24/2008	15,738	1,053	16,554
1/25/2008	73	1,053	77
1/26/2008	73	1,043	76
1/27/2008	85	1,034	88
1/28/2008	26,718	1,033	27,753
1/29/2008	54,956	1,031	56,684
1/30/2008	64,078	1,034	66,314
1/31/2008	88,490	1,032	91,373
2/01/2008	45,087	1,034	46,679
2/02/2008	79	1,031	81
2/03/2008	83	1,027	85
2/04/2008	25,870	1,034	26,894
2/05/2008	83,430	1,030	85,961
2/06/2008	97,524	1,022	99,593
2/07/2008	90,513	1,027	93,011

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
2/08/2008	59,359	1,032	61,779
2/09/2008	53	1,028	54
2/10/2008	87	1,037	90
2/11/2008	95	1,051	99
2/12/2008	32,636	1,041	33,779
2/13/2008	91,934	1,031	94,807
2/14/2008	84,369	1,031	87,057
2/15/2008	63,429	1,029	65,239
2/16/2008	75	1,029	77
2/17/2008	60	1,030	62
2/18/2008	71	1,030	73
2/19/2008	26,656	1,042	28,015
2/20/2008	81,950	1,047	85,865
2/21/2008	82,933	1,037	86,119
2/22/2008	55,845	1,038	58,404
2/23/2008	74	1,030	77
2/24/2008	81	1,030	84
2/25/2008	87	1,031	91
2/26/2008	31,121	1,033	32,128
2/27/2008	87,727	1,038	91,084
2/28/2008	92,746	1,042	96,735
2/29/2008	52,480	1,055	55,207
3/01/2008	49	1,056	52
3/02/2008	58	1,051	61
3/03/2008	32,727	1,037	33,650
3/04/2008	100,465	1,033	103,808
3/05/2008	89,612	1,031	92,370
3/06/2008	85,149	1,029	87,638
3/07/2008	86,267	1,028	88,703
3/08/2008	89,031	1,036	92,269
3/09/2008	88,473	1,051	93,207
3/10/2008	87,181	1,038	90,661
3/11/2008	87,634	1,032	90,490
3/12/2008	101,726	1,038	105,673
3/13/2008	87,766	1,035	91,028
3/14/2008	88,210	1,031	90,924
3/15/2008	85,961	1,028	88,337
3/16/2008	88,784	1,029	91,439
3/17/2008	88,823	1,044	92,886
3/18/2008	95,072	1,033	98,303

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
3/19/2008	98,706	1,043	103,252
3/20/2008	94,006	1,047	98,529
3/21/2008	85,584	1,052	90,085
3/22/2008	85,511	1,028	87,889
3/23/2008	85,885	1,032	88,744
3/24/2008	90,782	1,039	94,564
3/25/2008	83,390	1,032	86,068
3/26/2008	90,659	1,026	93,066
3/27/2008	100,717	1,028	103,501
3/28/2008	95,749	1,033	99,035
3/29/2008	62,059	1,033	64,114
3/30/2008	57,105	1,029	58,756
3/31/2008	54,200	1,039	56,375
4/01/2008	55,143	1,027	56,655
4/02/2008	53,850	1,029	55,423
4/03/2008	53,129	1,026	54,516
4/04/2008	56,086	1,027	57,616
4/05/2008	58,709	1,028	60,335
4/06/2008	59,661	1,028	61,318
4/07/2008	56,707	1,029	58,376
4/08/2008	54,992	1,037	57,079
4/09/2008	46,860	1,034	48,479
4/10/2008	53,210	1,033	54,998
4/11/2008	52,989	1,032	54,676
4/12/2008	52,416	1,028	53,866
4/13/2008	56,081	1,046	58,679
4/14/2008	56,253	1,061	59,654
4/15/2008	51,940	1,064	55,200
4/16/2008	51,336	1,032	52,992
4/17/2008	53,353	1,043	55,634
4/18/2008	54,196	1,027	55,656
4/19/2008	49,452	1,082	53,493
4/20/2008	51,593	1,078	55,630
4/21/2008	48,816	1,075	52,435
4/22/2008	53,132	1,085	57,626
4/23/2008	53,104	1,064	56,563
4/24/2008	76,009	1,038	78,947
4/25/2008	52,897	1,028	54,394
4/26/2008	60,626	1,027	62,302
4/27/2008	58,906	1,037	61,028

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

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Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
4/28/2008	54,060	1,069	57,780
4/29/2008	77,194	1,053	81,628
4/30/2008	86,639	1,057	91,600
5/01/2008	102,593	1,046	107,389
5/02/2008	106,307	1,048	111,646
5/03/2008	102,735	1,047	107,772
5/04/2008	107,835	1,039	112,168
5/05/2008	109,301	1,039	113,689
5/06/2008	112,421	1,058	118,982
5/07/2008	108,924	1,055	115,123
5/08/2008	102,329	1,032	105,669
5/09/2008	55,876	1,048	59,183
5/10/2008	2	1,039	2
5/11/2008	3	1,045	3
5/12/2008	1	1,024	1
5/13/2008	4	1,083	4
5/14/2008	3	1,053	4
5/15/2008	2	1,023	2
5/16/2008	12	1,066	13
5/17/2008	2	1,058	2
5/18/2008	55	1,059	59
5/19/2008	432	1,053	455
5/20/2008	1,616	1,050	1,711
5/21/2008	191	1,053	202
5/22/2008	10,727	1,042	11,360
5/23/2008	46	1,059	48
5/24/2008	15	1,053	16
5/25/2008	4,222	1,060	4,467
5/26/2008	44,363	1,028	45,644
5/27/2008	41,347	1,067	44,293
5/28/2008	160	1,064	172
5/29/2008	12,534	1,080	13,553
5/30/2008	57,829	1,083	62,601
5/31/2008	62,511	1,044	65,656
6/01/2008	56,544	1,046	59,231
6/02/2008	96,357	1,033	99,481
6/03/2008	87,547	1,026	89,919
6/04/2008	98,361	1,031	101,486
6/05/2008	99,263	1,045	104,042
6/06/2008	72,075	1,025	73,861

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

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Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
6/07/2008	70,497	1,051	74,107
6/08/2008	64,118	1,016	65,717
6/09/2008	82,318	1,025	84,508
6/10/2008	103,335	1,059	109,362
6/11/2008	100,455	1,046	105,143
6/12/2008	95,597	1,042	99,660
6/13/2008	95,922	1,045	100,346
6/14/2008	98,627	1,068	105,270
6/15/2008	91,936	1,073	98,614
6/16/2008	88,014	1,054	92,820
6/17/2008	87,887	1,068	93,840
6/18/2008	101,359	1,041	105,507
6/19/2008	99,119	1,044	103,495
6/20/2008	90,438	1,045	94,574
6/21/2008	86,086	1,071	92,226
6/22/2008	95,948	1,066	102,337
6/23/2008	92,820	1,067	99,057
6/24/2008	86,309	1,067	92,068
6/25/2008	93,427	1,043	97,492
6/26/2008	84,823	1,065	90,351
6/27/2008	45,727	1,025	47,461
6/28/2008	10	1,044	10
6/29/2008	23	1,022	24
6/30/2008	27,118	1,062	28,959
7/01/2008	95,797	1,039	99,549
7/02/2008	89,690	1,044	93,620
7/03/2008	78,103	1,066	83,326
7/04/2008	43,067	1,058	45,583
7/05/2008	44,223	1,061	46,900
7/06/2008	95,110	1,061	100,937
7/07/2008	103,562	1,054	109,270
7/08/2008	102,337	1,055	108,008
7/09/2008	102,520	1,041	106,743
7/10/2008	100,505	1,035	104,101
7/11/2008	98,798	1,039	102,742
7/12/2008	85,037	1,037	88,150
7/13/2008	98,540	1,034	101,950
7/14/2008	100,952	1,031	104,074
7/15/2008	102,938	1,034	106,400
7/16/2008	102,645	1,037	106,398

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

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Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
7/17/2008	103,622	1,040	107,699
7/18/2008	94,664	1,028	97,467
7/19/2008	90,478	1,038	93,692
7/20/2008	107,064	1,044	111,839
7/21/2008	100,544	1,053	105,898
7/22/2008	87,348	1,056	92,284
7/23/2008	90,210	1,050	94,722
7/24/2008	94,156	1,044	98,219
7/25/2008	81,946	1,049	85,806
7/26/2008	82,738	1,048	86,697
7/27/2008	81,991	1,042	85,460
7/28/2008	96,018	1,032	99,105
7/29/2008	101,376	1,035	104,923
7/30/2008	103,339	1,035	106,980
7/31/2008	102,062	1,034	105,572
8/01/2008	83,356	1,043	86,653
8/02/2008	46,472	1,047	48,645
8/03/2008	53,050	1,050	55,609
8/04/2008	98,099	1,041	102,057
8/05/2008	90,732	1,045	94,778
8/06/2008	99,685	1,040	103,639
8/07/2008	92,489	1,048	96,863
8/08/2008	72,122	1,054	75,953
8/09/2008	49,693	1,058	52,584
8/10/2008	54,181	1,063	57,587
8/11/2008	88,571	1,058	93,781
8/12/2008	87,735	1,065	93,468
8/13/2008	100,978	1,045	105,463
8/14/2008	100,538	1,027	103,248
8/15/2008	106,052	1,030	109,215
8/16/2008	96,692	1,035	100,032
8/17/2008	95,124	1,033	98,244
8/18/2008	106,305	1,036	110,083
8/19/2008	95,579	1,034	98,860
8/20/2008	96,799	1,036	100,271
8/21/2008	97,551	1,037	101,126
8/22/2008	84,429	1,036	87,430
8/23/2008	49,540	1,050	52,045
8/24/2008	43,348	1,019	44,286
8/25/2008	85,117	1,019	86,697

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
8/26/2008	86,383	1,019	87,986
8/27/2008	76,152	1,025	78,034
8/28/2008	80,720	1,028	83,008
8/29/2008	83,559	1,027	85,797
8/30/2008	53,304	1,025	54,662
8/31/2008	48,960	1,027	50,284
9/01/2008	46,742	1,026	47,916
9/02/2008	90,290	1,022	92,266
9/03/2008	100,250	1,024	102,582
9/04/2008	108,924	1,027	111,888
9/05/2008	113,917	1,031	117,486
9/06/2008	106,188	1,031	109,482
9/07/2008	99,738	1,029	102,643
9/08/2008	101,143	1,029	104,145
9/09/2008	91,962	1,030	94,680
9/10/2008	102,363	1,031	105,473
9/11/2008	102,273	1,029	105,261
9/12/2008	85,336	1,033	88,223
9/13/2008	83,447	1,050	87,804
9/14/2008	87,495	1,049	91,982
9/15/2008	97,121	1,044	101,616
9/16/2008	95,778	1,041	99,781
9/17/2008	81,829	1,047	85,931
9/18/2008	52,148	1,040	54,229
9/19/2008	53,888	1,033	55,642
9/20/2008	91,975	1,033	95,002
9/21/2008	96,873	1,031	99,828
9/22/2008	80,542	1,038	83,486
9/23/2008	25,173	1,068	26,965
9/24/2008	51,145	1,050	53,708
9/25/2008	50,401	1,055	53,189
9/26/2008	55,670	1,042	57,995
9/27/2008	93,447	1,071	99,886
9/28/2008	97,766	1,062	103,790
9/29/2008	99,225	1,065	105,717
9/30/2008	99,823	1,055	105,463
10/01/2008	99,090	1,046	103,669
10/02/2008	96,770	1,028	99,485
10/03/2008	81,663	1,049	85,681
10/04/2008	52,525	1,041	54,692

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
10/05/2008	54,449	1,037	56,490
10/06/2008	52,581	1,045	54,991
10/07/2008	52,140	1,038	54,132
10/08/2008	51,379	1,043	53,587
10/09/2008	52,878	1,027	54,317
10/10/2008	50,913	1,025	52,197
10/11/2008	51,486	1,030	53,033
10/12/2008	53,271	1,050	55,895
10/13/2008	99,589	1,050	104,688
10/14/2008	104,170	1,049	109,326
10/15/2008	102,092	1,034	105,578
10/16/2008	106,816	1,034	110,437
10/17/2008	101,235	1,030	104,296
10/18/2008	88,117	1,028	90,605
10/19/2008	104,607	1,042	109,029
10/20/2008	75,471	1,050	79,363
10/21/2008	58,098	1,031	59,881
10/22/2008	53,375	1,028	54,895
10/23/2008	30,333	1,041	31,388
10/24/2008	79	1,052	83
10/25/2008	53	1,059	57
10/26/2008	70	1,060	75
10/27/2008	78	1,060	82
10/28/2008	148	1,061	157
10/29/2008	23,500	1,046	24,322
10/30/2008	51,359	1,039	53,362
10/31/2008	51,961	1,031	53,584
11/01/2008	55,088	1,029	56,661
11/02/2008	53,638	1,033	55,414
11/03/2008	54,118	1,033	55,925
11/04/2008	54,138	1,029	55,726
11/05/2008	51,800	1,028	53,274
11/06/2008	52,431	1,026	53,786
11/07/2008	48,350	1,027	49,672
11/08/2008	51,046	1,026	52,393
11/09/2008	49,259	1,032	50,817
11/10/2008	51,073	1,029	52,548
11/11/2008	50,815	1,032	52,450
11/12/2008	54,367	1,029	55,947
11/13/2008	51,799	1,032	53,440

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
11/14/2008	50,942	1,031	52,533
11/15/2008	51,780	1,026	53,165
11/16/2008	51,554	1,026	52,911
11/17/2008	54,262	1,030	55,879
11/18/2008	52,953	1,037	54,901
11/19/2008	53,904	1,045	56,334
11/20/2008	54,287	1,049	56,939
11/21/2008	55,803	1,033	57,642
11/22/2008	59,126	1,037	61,289
11/23/2008	59,051	1,030	60,800
11/24/2008	54,267	1,031	55,935
11/25/2008	51,826	1,031	53,424
11/26/2008	50,453	1,029	51,934
11/27/2008	49,755	1,027	51,108
11/28/2008	48,423	1,025	49,634
11/29/2008	48,601	1,026	49,883
11/30/2008	49,535	1,029	50,945
12/01/2008	46,561	1,035	48,185
12/02/2008	49,334	1,035	51,045
12/03/2008	31,822	1,030	32,824
12/04/2008	11,083	1,030	11,393
12/05/2008	52,215	1,035	54,025
12/06/2008	53,065	1,040	55,175
12/07/2008	51,942	1,050	54,553
12/08/2008	55,524	1,036	57,529
12/09/2008	51,932	1,033	53,651
12/10/2008	51,855	1,032	53,513
12/11/2008	50,968	1,034	52,715
12/12/2008	28,622	1,033	29,648
12/13/2008	84	1,038	88
12/14/2008	77	1,037	80
12/15/2008	56	1,038	58
12/16/2008	8,536	1,038	8,847
12/17/2008	56,139	1,035	58,104
12/18/2008	52,704	1,035	54,564
12/19/2008	35,813	1,037	37,136
12/20/2008	80	1,037	83
12/21/2008	94	1,035	98
12/22/2008	94	1,039	98
12/23/2008	89	1,040	93

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
12/24/2008	50	1,040	52
12/25/2008	64	1,040	67
12/26/2008	66	1,041	69
12/27/2008	48	1,039	50
12/28/2008	48	1,038	49
12/29/2008	149	1,035	154
12/30/2008	144	1,038	150
12/31/2008	96	1,037	100
1/01/2009	96	1,037	99
1/02/2009	6,214	1,036	6,384
1/03/2009	50,780	1,038	52,707
1/04/2009	52,435	1,038	54,410
1/05/2009	53,337	1,039	55,435
1/06/2009	53,172	1,036	55,105
1/07/2009	53,578	1,036	55,521
1/08/2009	52,587	1,037	54,516
1/09/2009	32,279	1,038	33,529
1/10/2009	90	1,037	93
1/11/2009	95	1,036	99
1/12/2009	87	1,035	91
1/13/2009	88	1,032	90
1/14/2009	98	1,030	102
1/15/2009	80	1,014	83
1/16/2009	107	1,032	111
1/17/2009	99	1,039	103
1/18/2009	96	1,042	100
1/19/2009	92	1,035	95
1/20/2009	99	1,037	103
1/21/2009	3,038	1,036	3,181
1/22/2009	51,399	1,045	53,722
1/23/2009	51,462	1,046	53,852
1/24/2009	50,999	1,046	53,368
1/25/2009	53,624	1,053	56,463
1/26/2009	51,434	1,051	54,076
1/27/2009	51,988	1,036	53,881
1/28/2009	50,920	1,038	52,913
1/29/2009	50,275	1,030	51,796
1/30/2009	52,501	1,028	53,949
1/31/2009	54,487	1,029	56,073
2/01/2009	50,693	1,028	52,125

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
2/02/2009	51,404	1,027	52,789
2/03/2009	51,226	1,029	52,714
2/04/2009	28,271	1,029	29,056
2/05/2009	97	1,027	100
2/06/2009	110	1,030	114
2/07/2009	71	1,030	73
2/08/2009	144	1,030	149
2/09/2009	210	1,029	216
2/10/2009	229	1,027	236
2/11/2009	96	1,028	99
2/12/2009	61	1,028	63
2/13/2009	89	1,029	91
2/14/2009	80	1,026	82
2/15/2009	81	1,024	83
2/16/2009	86	1,024	88
2/17/2009	89	1,025	91
2/18/2009	1,308	1,027	1,345
2/19/2009	46,268	1,026	47,467
2/20/2009	50,051	1,028	51,428
2/21/2009	47,577	1,027	48,838
2/22/2009	52,726	1,027	54,175
2/23/2009	54,621	1,029	56,191
2/24/2009	54,884	1,029	56,491
2/25/2009	64,213	1,030	66,109
2/26/2009	67,627	1,029	69,611
2/27/2009	47,807	1,025	49,008
2/28/2009	51,207	1,027	52,570
3/01/2009	54,372	1,028	55,901
3/02/2009	53,053	1,030	54,631
3/03/2009	51,480	1,028	52,912
3/04/2009	52,026	1,023	53,236
3/05/2009	49,428	1,027	50,754
3/06/2009	76,069	1,027	78,076
3/07/2009	40,640	1,026	41,689
3/08/2009	47,569	1,028	48,887
3/09/2009	51,624	1,023	52,834
3/10/2009	48,557	1,026	49,805
3/11/2009	50,012	1,026	51,316
3/12/2009	49,853	1,025	51,119
3/13/2009	49,935	1,026	51,249

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
3/14/2009	48,532	1,025	49,749
3/15/2009	48,249	1,029	49,646
3/16/2009	48,789	1,028	50,177
3/17/2009	46,985	1,025	48,145
3/18/2009	47,709	1,025	48,902
3/19/2009	52,480	1,023	53,674
3/20/2009	61,116	1,025	62,658
3/21/2009	53,806	1,026	55,203
3/22/2009	52,820	1,028	54,291
3/23/2009	51,012	1,035	52,764
3/24/2009	47,834	1,028	49,178
3/25/2009	50,926	1,026	52,237
3/26/2009	73,103	1,025	74,968
3/27/2009	48,233	1,024	49,396
3/28/2009	51,382	1,024	52,618
3/29/2009	52,056	1,023	53,259
3/30/2009	50,895	1,026	52,197
3/31/2009	56,277	1,026	57,768
4/01/2009	103,311	1,028	106,249
4/02/2009	100,304	1,033	103,616
4/03/2009	102,194	1,028	105,080
4/04/2009	100,709	1,027	103,456
4/05/2009	99,004	1,027	101,632
4/06/2009	105,675	1,025	108,286
4/07/2009	92,147	1,024	94,322
4/08/2009	98,651	1,026	101,187
4/09/2009	69,599	1,027	71,493
4/10/2009	52,826	1,026	54,194
4/11/2009	55,617	1,023	56,905
4/12/2009	52,325	1,021	53,438
4/13/2009	63,526	1,022	64,964
4/14/2009	101,494	1,024	103,922
4/15/2009	105,450	1,023	107,874
4/16/2009	102,483	1,024	104,914
4/17/2009	47,676	1,022	48,842
4/18/2009	0	0	0
4/19/2009	0	0	0
4/20/2009	0	0	0
4/21/2009	0	0	0
4/22/2009	0	0	0

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

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Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
4/23/2009	0	0	0
4/24/2009	0	0	0
4/25/2009	0	0	0
4/26/2009	0	0	0
4/27/2009	1,843	1,070	1,971
4/28/2009	44,955	1,070	48,089
4/29/2009	50,153	1,070	53,668
4/30/2009	48,023	1,071	51,436
5/01/2009	50,925	1,072	54,585
5/02/2009	84,563	1,038	87,990
5/03/2009	89,540	1,025	91,830
5/04/2009	104,821	1,030	108,002
5/05/2009	102,412	1,049	107,516
5/06/2009	104,414	1,039	108,491
5/07/2009	103,826	1,029	106,810
5/08/2009	88,962	1,029	91,556
5/09/2009	78,814	1,030	81,162
5/10/2009	76,140	1,065	81,187
5/11/2009	87,774	1,050	92,584
5/12/2009	101,492	1,046	106,284
5/13/2009	103,605	1,031	106,827
5/14/2009	93,195	1,028	95,834
5/15/2009	96,692	1,031	99,767
5/16/2009	92,110	1,029	94,774
5/17/2009	105,641	1,038	109,738
5/18/2009	108,207	1,030	111,457
5/19/2009	101,841	1,038	105,563
5/20/2009	102,133	1,054	107,641
5/21/2009	98,179	1,041	102,254
5/22/2009	62,496	1,027	64,295
5/23/2009	38	1,027	40
5/24/2009	24	1,027	25
5/25/2009	4,127	1,048	4,383
5/26/2009	50,416	1,063	53,593
5/27/2009	61,537	1,045	64,248
5/28/2009	80,221	1,034	83,070
5/29/2009	50,063	1,032	51,665
5/30/2009	49,497	1,040	51,446
5/31/2009	50,531	1,042	52,657
6/01/2009	85,735	1,037	88,905

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

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Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
6/02/2009	81,229	1,040	84,431
6/03/2009	85,017	1,038	88,368
6/04/2009	90,630	1,027	93,072
6/05/2009	81,811	1,026	84,006
6/06/2009	53,513	1,027	54,981
6/07/2009	58,231	1,027	59,808
6/08/2009	93,150	1,044	97,085
6/09/2009	66,093	1,030	68,142
6/10/2009	80,767	1,054	85,124
6/11/2009	83,839	1,031	86,389
6/12/2009	83,317	1,039	86,727
6/13/2009	81,851	1,039	84,946
6/14/2009	82,085	1,056	86,558
6/15/2009	82,116	1,051	86,520
6/16/2009	53,562	1,048	56,141
6/17/2009	50,734	1,048	53,116
6/18/2009	51,274	1,048	53,757
6/19/2009	51,019	1,040	53,115
6/20/2009	50,195	1,035	51,926
6/21/2009	49,171	1,046	51,354
6/22/2009	54,672	1,055	57,688
6/23/2009	85,819	1,033	88,981
6/24/2009	96,816	1,030	99,701
6/25/2009	95,983	1,029	98,762
6/26/2009	76,733	1,026	78,794
6/27/2009	50,184	1,026	51,496
6/28/2009	50,717	1,028	52,114
6/29/2009	59,344	1,022	60,539
6/30/2009	96,806	1,025	99,196
7/01/2009	95,331	1,026	97,773
7/02/2009	61,751	1,054	65,042
7/03/2009	22	1,054	23
7/04/2009	33	1,048	34
7/05/2009	3,938	1,059	4,185
7/06/2009	49,574	1,058	52,458
7/07/2009	49,447	1,059	52,372
7/08/2009	49,991	1,054	52,754
7/09/2009	50,875	1,057	53,793
7/10/2009	51,789	1,040	53,939
7/11/2009	49,857	1,049	52,306

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

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Analyst: [Cheryl D. Dudley](#)

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Gas Date	Volume	Btu	Energy
7/12/2009	49,811	1,062	52,909
7/13/2009	50,490	1,056	53,308
7/14/2009	50,059	1,060	53,037
7/15/2009	51,748	1,055	54,575
7/16/2009	56,023	1,052	58,960
7/17/2009	78,205	1,052	82,271
7/18/2009	50,842	1,051	53,458
7/19/2009	51,489	1,051	54,126
7/20/2009	53,609	1,051	56,324
7/21/2009	80,574	1,049	84,566
7/22/2009	82,380	1,045	86,216
7/23/2009	75,156	1,055	79,274
7/24/2009	78,075	1,056	82,510
7/25/2009	50,331	1,055	53,119
7/26/2009	51,580	1,055	54,426
7/27/2009	99,113	1,058	104,841
7/28/2009	98,150	1,062	104,209
7/29/2009	93,623	1,055	98,826
7/30/2009	99,839	1,048	104,666
7/31/2009	73,045	1,061	77,468
8/01/2009	78,330	1,056	82,797
8/02/2009	76,145	1,053	80,245
8/03/2009	80,580	1,045	84,458
8/04/2009	101,317	1,038	105,188
8/05/2009	98,614	1,061	104,646
8/06/2009	79,682	1,059	84,549
8/07/2009	80,344	1,057	84,932
8/08/2009	48,424	1,034	50,116
8/09/2009	48,056	1,053	50,591
8/10/2009	80,220	1,031	82,899
8/11/2009	104,473	1,031	107,709
8/12/2009	102,417	1,033	105,743
8/13/2009	103,779	1,025	106,368
8/14/2009	86,643	1,031	89,185
8/15/2009	84,105	1,027	86,509
8/16/2009	88,022	1,024	90,203
8/17/2009	99,444	1,029	102,371
8/18/2009	104,489	1,024	107,040
8/19/2009	106,515	1,025	109,196
8/20/2009	109,945	1,022	112,390

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

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Analyst: [Cheryl D. Dudley](#)

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Gas Date	Volume	Btu	Energy
8/21/2009	117,129	1,021	119,537
8/22/2009	105,757	1,022	108,135
8/23/2009	107,067	1,024	109,605
8/24/2009	106,360	1,024	108,945
8/25/2009	103,965	1,025	106,572
8/26/2009	100,376	1,023	102,657
8/27/2009	105,756	1,023	108,155
8/28/2009	84,897	1,022	86,792
8/29/2009	51,220	1,023	52,392
8/30/2009	49,126	1,021	50,161
8/31/2009	51,846	1,018	52,796
9/01/2009	56,917	1,020	58,043
9/02/2009	104,296	1,033	107,704
9/03/2009	87,192	1,033	90,048
9/04/2009	45,765	1,012	46,293
9/05/2009	52,547	1,013	53,249
9/06/2009	48,041	1,013	48,682
9/07/2009	49,988	1,014	50,667
9/08/2009	55,161	1,047	57,806
9/09/2009	104,262	1,042	108,539
9/10/2009	103,409	1,049	108,484
9/11/2009	87,835	1,035	90,582
9/12/2009	84,710	1,056	89,497
9/13/2009	99,632	1,055	105,067
9/14/2009	103,322	1,039	107,449
9/15/2009	103,656	1,051	108,863
9/16/2009	109,837	1,024	112,482
9/17/2009	103,921	1,024	106,370
9/18/2009	83,309	1,027	85,543
9/19/2009	52,623	1,026	53,975
9/20/2009	62,929	1,026	64,537
9/21/2009	107,259	1,024	109,844
9/22/2009	103,845	1,029	106,831
9/23/2009	103,106	1,053	108,539
9/24/2009	103,554	1,052	108,990
9/25/2009	60,916	1,040	63,144
9/26/2009	57	1,039	60
9/27/2009	37	1,046	39
9/28/2009	2,997	1,050	3,151
9/29/2009	48,241	1,051	50,719

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

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Analyst: [Cheryl D. Dudley](#)

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Gas Date	Volume	Btu	Energy
9/30/2009	51,646	1,051	54,271
10/01/2009	104,479	1,052	109,898
10/02/2009	103,321	1,053	108,781
10/03/2009	101,221	1,045	105,845
10/04/2009	100,024	1,045	104,554
10/05/2009	103,031	1,052	108,349
10/06/2009	116,371	1,048	122,054
10/07/2009	109,847	1,047	115,162
10/08/2009	106,664	1,035	110,438
10/09/2009	108,073	1,032	111,565
10/10/2009	96,934	1,026	99,404
10/11/2009	92,346	1,044	96,413
10/12/2009	105,746	1,038	109,798
10/13/2009	106,241	1,036	109,984
10/14/2009	99,293	1,044	103,640
10/15/2009	102,671	1,049	107,651
10/16/2009	107,308	1,049	112,517
10/17/2009	106,005	1,036	109,903
10/18/2009	108,543	1,048	113,670
10/19/2009	111,640	1,039	116,133
10/20/2009	113,099	1,026	116,082
10/21/2009	111,357	1,027	114,353
10/22/2009	109,174	1,033	112,804
10/23/2009	104,296	1,044	108,881
10/24/2009	102,576	1,042	106,836
10/25/2009	90,764	1,048	95,134
10/26/2009	98,403	1,045	102,858
10/27/2009	106,580	1,045	111,445
10/28/2009	96,115	1,044	100,323
10/29/2009	91,165	1,046	95,350
10/30/2009	86,221	1,040	89,844
10/31/2009	52,522	1,048	55,039
11/01/2009	52,599	1,048	55,108
11/02/2009	53,604	1,038	55,638
11/03/2009	52,030	1,047	54,484
11/04/2009	48,778	1,045	50,989
11/05/2009	52,676	1,042	54,904
11/06/2009	53,399	1,042	55,658
11/07/2009	56,111	1,045	58,627
11/08/2009	54,290	1,042	56,586

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
11/09/2009	56,413	1,039	58,648
11/10/2009	52,894	1,034	54,668
11/11/2009	54,751	1,026	56,196
11/12/2009	53,086	1,025	54,405
11/13/2009	54,223	1,024	55,527
11/14/2009	53,938	1,028	55,473
11/15/2009	50,856	1,040	52,864
11/16/2009	52,887	1,048	55,446
11/17/2009	54,687	1,047	57,271
11/18/2009	55,082	1,047	57,680
11/19/2009	52,817	1,047	55,319
11/20/2009	53,639	1,036	55,580
11/21/2009	55,036	1,028	56,558
11/22/2009	56,489	1,027	58,008
11/23/2009	56,649	1,024	58,022
11/24/2009	54,573	1,025	55,905
11/25/2009	36,379	1,025	37,254
11/26/2009	33	1,027	34
11/27/2009	56	1,030	57
11/28/2009	63	1,041	66
11/29/2009	63	1,045	66
11/30/2009	62	1,048	65
12/01/2009	65	1,050	68
12/02/2009	62	1,050	65
12/03/2009	60	1,049	63
12/04/2009	60	1,049	63
12/05/2009	62	1,047	65
12/06/2009	1,640	1,047	1,724
12/07/2009	55,940	1,043	58,314
12/08/2009	77,263	1,045	80,757
12/09/2009	57,304	1,035	59,334
12/10/2009	99,897	1,041	103,954
12/11/2009	97,558	1,045	101,859
12/12/2009	112,725	1,038	116,995
12/13/2009	113,772	1,027	116,800
12/14/2009	108,771	1,027	111,674
12/15/2009	99,858	1,052	105,042
12/16/2009	101,077	1,058	106,887
12/17/2009	90,255	1,052	95,019
12/18/2009	85,348	1,048	89,331

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

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Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
12/19/2009	55,556	1,053	58,505
12/20/2009	60,260	1,055	63,579
12/21/2009	94,007	1,054	99,205
12/22/2009	108,586	1,051	114,154
12/23/2009	106,676	1,055	112,564
12/24/2009	78,602	1,058	83,116
12/25/2009	53,499	1,036	55,487
12/26/2009	54,624	1,060	57,896
12/27/2009	50,014	1,058	52,925
12/28/2009	56,985	1,040	59,208
12/29/2009	90,590	1,053	95,352
12/30/2009	93,339	1,052	98,128
12/31/2009	84,059	1,041	87,785
1/01/2010	51,368	1,026	52,692
1/02/2010	54,874	1,028	56,378
1/03/2010	58,179	1,036	60,284
1/04/2010	97,803	1,034	101,136
1/05/2010	104,393	1,049	109,529
1/06/2010	106,734	1,053	112,292
1/07/2010	109,219	1,050	114,713
1/08/2010	86,118	1,048	90,239
1/09/2010	53,188	1,052	55,944
1/10/2010	54,279	1,053	57,179
1/11/2010	54,136	1,054	57,056
1/12/2010	53,111	1,054	55,988
1/13/2010	55,660	1,054	58,644
1/14/2010	54,063	1,055	57,020
1/15/2010	53,313	1,050	55,984
1/16/2010	50,593	1,050	53,116
1/17/2010	55,166	1,050	57,920
1/18/2010	53,694	1,047	56,250
1/19/2010	52,872	1,048	55,404
1/20/2010	52,397	1,061	55,579
1/21/2010	52,375	1,062	55,621
1/22/2010	52,198	1,061	55,355
1/23/2010	52,007	1,065	55,405
1/24/2010	55,858	1,065	59,510
1/25/2010	53,387	1,069	57,084
1/26/2010	52,812	1,061	56,011
1/27/2010	50,761	1,065	54,071

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

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Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
1/28/2010	54,058	1,068	57,723
1/29/2010	75,401	1,057	79,699
1/30/2010	55,828	1,060	59,162
1/31/2010	53,769	1,060	57,000
2/01/2010	49,776	1,063	52,933
2/02/2010	56,462	1,052	59,406
2/03/2010	57,276	1,054	60,387
2/04/2010	61,638	1,053	64,862
2/05/2010	84,822	1,052	89,182
2/06/2010	56,451	1,054	59,527
2/07/2010	54,042	1,056	57,045
2/08/2010	53,946	1,052	56,762
2/09/2010	52,874	1,052	55,619
2/10/2010	59,643	1,052	62,727
2/11/2010	102,118	1,051	107,372
2/12/2010	83,404	1,046	87,174
2/13/2010	55,356	1,046	57,888
2/14/2010	52,100	1,048	54,592
2/15/2010	54,927	1,050	57,681
2/16/2010	56,403	1,050	59,216
2/17/2010	98,988	1,049	103,886
2/18/2010	101,829	1,051	107,011
2/19/2010	79,803	1,059	84,544
2/20/2010	50,711	1,061	53,798
2/21/2010	51,794	1,067	55,225
2/22/2010	53,083	1,055	55,948
2/23/2010	53,708	1,065	57,211
2/24/2010	51,684	1,067	55,130
2/25/2010	50,627	1,069	54,109
2/26/2010	51,979	1,070	55,647
2/27/2010	52,304	1,063	55,633
2/28/2010	54,596	1,064	58,086
3/01/2010	98,736	1,065	105,127
3/02/2010	97,495	1,067	104,010
3/03/2010	81,762	1,062	86,802
3/04/2010	59,184	1,069	63,299
3/05/2010	105,271	1,062	111,884
3/06/2010	96,005	1,038	99,636
3/07/2010	93,638	1,045	97,863
3/08/2010	94,477	1,045	98,737

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
3/09/2010	102,683	1,040	106,794
3/10/2010	103,515	1,050	108,657
3/11/2010	105,744	1,047	110,739
3/12/2010	63,632	1,045	66,485
3/13/2010	59	1,045	62
3/14/2010	59	1,045	62
3/15/2010	8,397	1,045	8,793
3/16/2010	52,946	1,046	55,385
3/17/2010	99,240	1,045	103,656
3/18/2010	105,539	1,044	110,185
3/19/2010	81,927	1,046	85,710
3/20/2010	80,703	1,048	84,593
3/21/2010	82,476	1,048	86,479
3/22/2010	104,894	1,048	109,956
3/23/2010	94,222	1,047	98,673
3/24/2010	88,499	1,045	92,562
3/25/2010	88,665	1,036	91,874
3/26/2010	74,885	1,050	78,626
3/27/2010	58,126	1,043	60,644
3/28/2010	59,701	1,047	62,514
3/29/2010	90,300	1,046	94,422
3/30/2010	91,512	1,050	96,068
3/31/2010	86,015	1,049	90,227
4/01/2010	52,190	1,049	54,755
4/02/2010	53,586	1,043	55,867
4/03/2010	52,258	1,050	54,880
4/04/2010	49,224	1,050	51,700
4/05/2010	62,747	1,050	65,878
4/06/2010	102,724	1,040	106,824
4/07/2010	99,454	1,046	103,967
4/08/2010	90,130	1,050	94,637
4/09/2010	102,586	1,041	106,800
4/10/2010	102,477	1,042	106,841
4/11/2010	106,996	1,046	111,873
4/12/2010	106,260	1,043	110,865
4/13/2010	103,702	1,053	109,254
4/14/2010	104,599	1,035	108,319
4/15/2010	103,264	1,032	106,583
4/16/2010	101,061	1,041	105,225
4/17/2010	101,695	1,036	105,463

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
4/18/2010	102,766	1,035	106,384
4/19/2010	100,706	1,039	104,546
4/20/2010	106,643	1,039	110,842
4/21/2010	108,722	1,042	113,182
4/22/2010	104,583	1,039	108,648
4/23/2010	102,930	1,040	107,060
4/24/2010	100,719	1,047	105,461
4/25/2010	103,966	1,048	109,000
4/26/2010	105,856	1,039	110,022
4/27/2010	105,511	1,037	109,448
4/28/2010	105,281	1,045	110,104
4/29/2010	103,443	1,033	106,915
4/30/2010	101,631	1,046	106,352
5/01/2010	100,702	1,048	105,521
5/02/2010	102,586	1,050	107,646
5/03/2010	106,932	1,041	111,455
5/04/2010	107,405	1,029	110,597
5/05/2010	104,639	1,045	109,426
5/06/2010	106,710	1,032	110,076
5/07/2010	70,676	1,032	72,834
5/08/2010	43	1,036	44
5/09/2010	92	1,042	96
5/10/2010	94	1,048	98
5/11/2010	90	1,049	95
5/12/2010	72	1,049	75
5/13/2010	88	1,049	92
5/14/2010	77	1,048	81
5/15/2010	72	1,048	76
5/16/2010	327	1,048	342
5/17/2010	2,946	1,047	3,083
5/18/2010	52,384	1,047	54,871
5/19/2010	51,730	1,052	54,399
5/20/2010	46,191	1,070	49,456
5/21/2010	42,515	1,054	44,827
5/22/2010	49,589	1,065	52,803
5/23/2010	54,117	1,059	57,349
5/24/2010	52,344	1,054	55,183
5/25/2010	53,394	1,051	56,116
5/26/2010	52,711	1,049	55,267
5/27/2010	53,013	1,051	55,694

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
5/28/2010	72,342	1,053	76,196
5/29/2010	74,242	1,054	78,253
5/30/2010	53,676	1,053	56,511
5/31/2010	105,064	1,052	110,490
6/01/2010	101,828	1,052	107,075
6/02/2010	100,811	1,050	105,864
6/03/2010	100,919	1,047	105,623
6/04/2010	106,061	1,034	109,738
6/05/2010	110,161	1,030	113,417
6/06/2010	104,938	1,030	108,043
6/07/2010	105,063	1,027	107,881
6/08/2010	101,278	1,027	104,045
6/09/2010	103,922	1,050	109,056
6/10/2010	107,069	1,050	112,463
6/11/2010	102,474	1,032	105,817
6/12/2010	89,478	1,051	94,004
6/13/2010	89,197	1,053	93,885
6/14/2010	106,285	1,049	111,563
6/15/2010	109,431	1,043	114,107
6/16/2010	106,189	1,040	110,487
6/17/2010	99,670	1,039	103,568
6/18/2010	102,757	1,044	107,341
6/19/2010	99,780	1,038	103,535
6/20/2010	102,681	1,051	107,929
6/21/2010	105,667	1,048	110,722
6/22/2010	108,749	1,041	113,268
6/23/2010	111,924	1,047	117,076
6/24/2010	113,106	1,035	117,017
6/25/2010	109,018	1,032	112,453
6/26/2010	108,168	1,031	111,548
6/27/2010	113,163	1,031	116,686
6/28/2010	110,920	1,047	116,100
6/29/2010	108,936	1,050	114,345
6/30/2010	105,487	1,030	108,661
7/01/2010	108,991	1,025	111,697
7/02/2010	104,333	1,038	108,244
7/03/2010	100,068	1,042	104,283
7/04/2010	99,716	1,027	102,426
7/05/2010	107,701	1,030	110,924
7/06/2010	111,912	1,051	117,655

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
7/07/2010	112,952	1,046	118,115
7/08/2010	114,801	1,026	117,774
7/09/2010	116,446	1,015	118,206
7/10/2010	105,066	1,027	107,931
7/11/2010	113,209	1,028	116,347
7/12/2010	114,943	1,027	117,998
7/13/2010	116,445	1,027	119,585
7/14/2010	104,406	1,026	107,099
7/15/2010	107,703	1,025	110,366
7/16/2010	112,144	1,025	114,974
7/17/2010	109,000	1,027	111,888
7/18/2010	103,308	1,026	105,998
7/19/2010	105,034	1,027	107,827
7/20/2010	108,407	1,026	111,212
7/21/2010	106,306	1,032	109,595
7/22/2010	103,854	1,027	106,630
7/23/2010	99,422	1,028	102,160
7/24/2010	111,769	1,029	114,997
7/25/2010	101,840	1,028	104,681
7/26/2010	101,857	1,029	104,801
7/27/2010	110,932	1,028	114,067
7/28/2010	117,068	1,028	120,350
7/29/2010	113,469	1,027	116,480
7/30/2010	105,605	1,028	108,588
7/31/2010	106,388	1,029	109,475
8/01/2010	109,452	1,047	114,592
8/02/2010	109,398	1,031	112,804
8/03/2010	108,570	1,024	111,227
8/04/2010	113,620	1,039	118,005
8/05/2010	106,791	1,030	110,015
8/06/2010	103,367	1,029	106,404
8/07/2010	108,068	1,029	111,243
8/08/2010	117,083	1,029	120,524
8/09/2010	115,085	1,029	118,468
8/10/2010	115,681	1,029	119,081
8/11/2010	109,758	1,029	112,984
8/12/2010	109,349	1,028	112,427
8/13/2010	113,439	1,027	116,460
8/14/2010	109,178	1,025	111,901
8/15/2010	106,870	1,025	109,527

Daily Station Volume [Chart](#)

Station: 00803 FORE RIVER (NORFOLK,MA)

Period: 9/1/2007 To 8/29/2010

Report Date: 8/30/2010 9:06 AM

Analyst: [Cheryl D. Dudley](#)

Phone: 713-627-5584

Gas Date	Volume	Btu	Energy
8/16/2010	113,495	1,025	116,386
8/17/2010	109,870	1,026	112,700
8/18/2010	105,433	1,026	108,150
8/19/2010	112,826	1,027	115,837
8/20/2010	105,287	1,026	108,081
8/21/2010	105,929	1,027	108,812
8/22/2010	111,455	1,030	114,782
8/23/2010	107,290	1,030	110,493
8/24/2010	102,363	1,027	105,168
8/25/2010	108,486	1,026	111,335
8/26/2010	116,345	1,027	119,493
8/27/2010	105,564	1,027	108,456
8/28/2010	93,215	1,027	95,715
8/29/2010	97,987	1,026	100,566
Total	72,798,764	N/A	75,710,933
Daily Avg	67,096	1,040	69,780
Daily Min	1	1,011	1
Daily Max	117,129	1,099	122,054

FORE RIVER (NORFOLK,MA) (Energy)

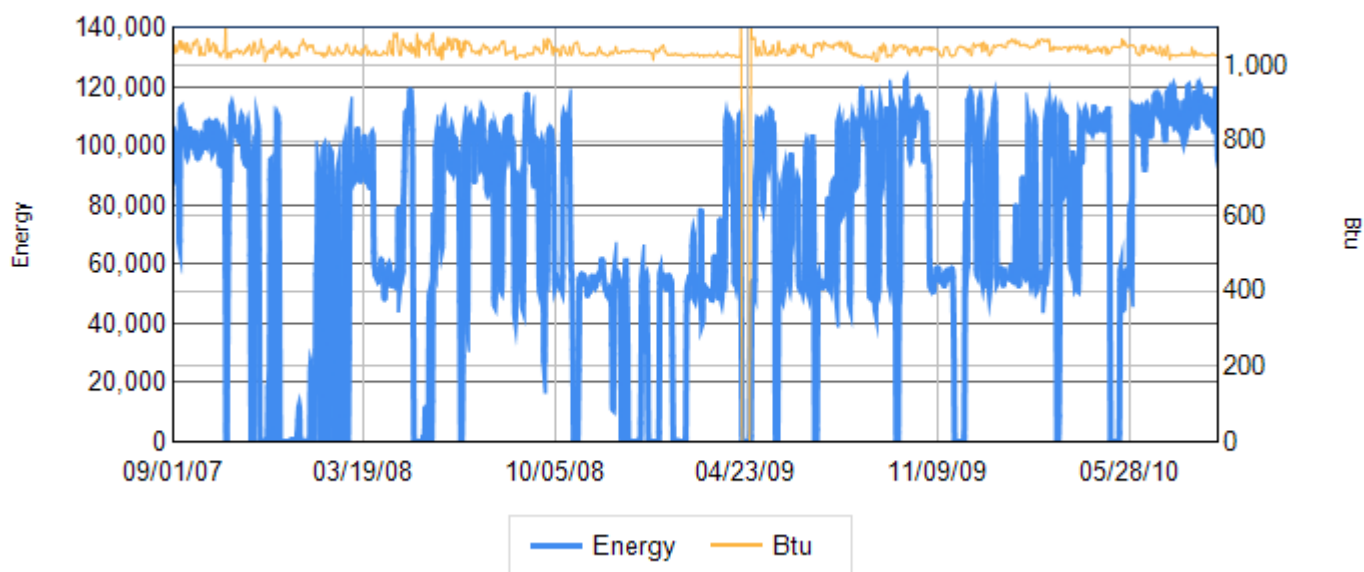
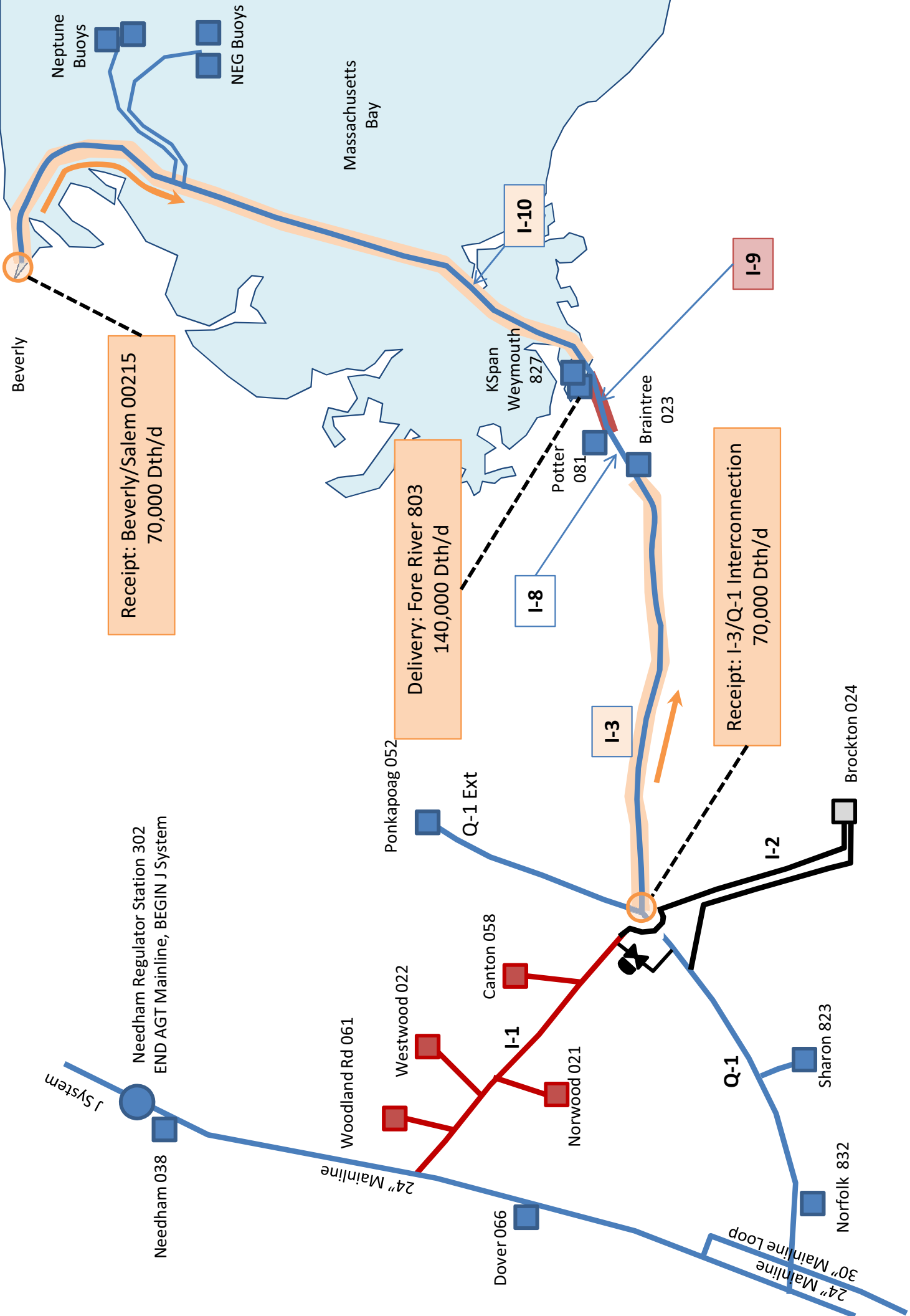


EXHIBIT B

To Affidavit of Richard M. Paglia
In Support of Motion of Algonquin Gas Transmission, LLC
To Intervene and Protest Application
For Authorization of Disposition of Jurisdictional Facilities



Not to Scale

UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION

Fore River Development, LLC)	
Mystic I, LLC)	
Mystic Development, LLC)	Docket No. EC10-085-000
Boston Generating, LLC)	
Constellation Mystic Power, LLC)	

**AFFIDAVIT OF PAUL J. HIBBARD
ON BEHALF OF ALGONQUIN GAS TRANSMISSION, LLC
IN SUPPORT OF MOTION TO INTERVENE AND PROTEST
OF ALGONQUIN GAS TRANSMISSION, LLC.**

September 8, 2010

I, Paul J. Hibbard, under penalty of perjury, declare the following to be true to the best of my knowledge:

1. I am employed by Analysis Group, Inc. in their office in Boston, Massachusetts as Vice President in their energy practice. I submit this affidavit in support of the Motion To Intervene and Protest of Algonquin Gas Transmission, LLC (“Algonquin”) (“Motion”).
2. I make the findings in this affidavit based on my personal knowledge of the electric and natural gas industries in New England, and based on my experience related to the technical, economic and regulatory factors affecting the planning for, and operation of, the New England electric power system.
3. My personal knowledge and experience with respect to the electricity and natural gas industries in New England includes public sector and private sector positions focused on the economics, technology, and policy of energy supply and demand. As a consultant I have provided technical and strategic advice to government, industry, business, public interest groups, and trade organizations on energy market structure, power system modeling, electric and natural gas infrastructure planning and siting, utility resource solicitation and procurement, emission allocation and environmental policy, renewable resource program design and administration, transmission pricing, climate change policy, utility ratemaking practices, and the transfer of U.S. federal and state emission control programs to other countries. Immediately prior to rejoining Analysis Group in August, 2010, I was Chairman of the Massachusetts Department of Public Utilities, appointed to that position by Governor Deval Patrick in April, 2007. As Chairman, I was responsible, in relevant part, for overseeing natural gas utility supply adequacy, planning, and pricing; and electric utility planning, economics, and power system reliability. During my term as Chairman, I provided testimony on resource planning, competitive electricity markets, power supply adequacy and reliability, and transmission pricing in hearings before Committees of the Massachusetts Legislature and the U.S. House of Representatives, the Federal Energy Regulatory Commission, state and regional planning councils; as well as in presentations to numerous industry and trade organizations. I also served as a member on the Massachusetts Energy Facilities Siting Board, the New England Governors'

Conference Power Planning Committee, and the NARUC Electricity Committee and Procurement Work Group, and was appointed as State Manager for the New England States Committee on Electricity and as Treasurer to the Executive Committee of the 41-state Eastern Interconnect States' Planning Council. A copy of my Curriculum Vitae is included as Attachment 1.

4. Capitalized terms used, but not defined, herein shall have the meanings ascribed to them in the Motion.
5. Paragraphs 6-13, below are my understanding based upon my review of materials provided to me by Algonquin, the Affidavit of Algonquin Vice President Richard Paglia, and upon conversations with Algonquin personnel.
6. The Fore River Power Plant is a 688 megawatt ("MW") (summer rating; 836 MW winter rating) combined-cycle power plant, capable at that rating of generating up to 16, 512 MWh per day. Independent System Operator New England ("ISO-NE") Capacity Energy, Loads, and Transmission Report, April, 2010 ("CELT Report"). The Fore River Power Plant burns natural gas to generate power. The Fore River Plant went into service in August 2003, and is located in North Weymouth, Massachusetts, which is approximately 12 miles south of Boston. The Fore River Plant is currently owned by Fore River Development, LLC ("Fore River").
7. The Fore River Plant receives natural gas for power plant operations via Algonquin's HubLine pipeline. This is the only means for Fore River to receive natural gas for plant operations.
8. Fore River receives its natural gas from Algonquin's HubLine under an agreement between Algonquin and Fore River ("HubLine Service Agreement") pursuant to which Algonquin reserves capacity and provides transportation service for natural gas tendered by Fore River on a firm basis for a primary term of twenty years. On August 27, 2010, Fore River (and other affiliated subsidiaries of Fore River's parent company, Boston Generating, LLC) made a filing, seeking authority, pursuant to 11 U.S.C. § 365(a), to

reject two executory contracts - the HubLine Service Agreement and a terminalling agreement between Fore River and Sprague Energy Corp (“Rejection Motion”). The Rejection Motion is presently scheduled to be heard by the Bankruptcy Court on September 13, 2010.

9. Under the HubLine Service Agreement, Algonquin reserves capacity for, and transports up to, 140,000 dekatherms (“Dth”) of natural gas per day delivered at a single delivery point serving the Fore River Plant. The Fore River Plant has a single delivery point where natural gas is delivered to the plant. Fore River has the right under its service agreement to receive gas on the Algonquin pipeline system at two primary receipt points for transport to the Fore River Plant. The first primary receipt point is the interconnection of the Algonquin pipeline with the Maritimes & Northeast Pipeline system in Beverly, Massachusetts, which can receive up to 70,000 Dth per day. The second primary receipt point is the interconnection of Algonquin's Q and I-3 pipeline systems, which can likewise receive up to 70,000 Dth per day. Together, these two primary receipt points receive up to the maximum daily transportation quantity (“MDTQ”) of 140,000 Dth reserved for Fore River pursuant to the HubLine Service Agreement.
10. The applicable recourse rates for such service on Algonquin’s HubLine facilities are established under Rate Schedule AFT-1 which is part of Algonquin’s FERC-approved gas tariff (the “Algonquin Tariff”). Section 7 of Rate Schedule AFT-1 incorporates by reference the General Terms and Conditions of the Algonquin Tariff. The negotiated rates for shippers on the HubLine Project, including Fore River, were approved by the FERC in a Letter Order issued on November 7, 2003, in Docket No. RP00-70-003. The negotiated rate applicable to the HubLine Service Agreement was subsequently modified and approved by the FERC in a Letter Order dated February 21, 2008 in Docket No. RP00-70-018.
11. When initially conceived, the Fore River Plant intended to use natural gas as its primary source of fuel and to have the option to use low sulfur diesel fuel as a backup fuel source. Rejection Motion, ¶ 11. However, Fore River has never successfully implemented the

ability to efficiently run the Fore River Plant using low sulfur diesel fuel. *Id.* As a result, the Fore River Plant has solely been operated using natural gas. *Id.* The ability to operate the Fore River Plant efficiently on low-sulfur fuel remains in doubt, and in any event would likely require substantial additional capital expenditures. *Id.*

12. No other natural gas pipeline serves the Fore River Plant. If a purchaser of the Fore River Plant does not assume the HubLine Service Agreement and desires to operate the plant using natural gas, the purchaser will need to enter into alternative arrangements for transportation of natural gas on the Algonquin pipeline that otherwise would have been transported under the Hubline Service Agreement, presumably at a rate different than the FERC-approved rate for service under the HubLine Service Agreement.
13. Under the HubLine Service Agreement, the Fore River Plant has primary (i.e., highest priority) access to capacity on Algonquin's pipeline for transportation of volumes of natural gas of up to 140,000 Dth per day. If the HubLine Service Agreement is rejected, there will be no transportation service agreements in place with Algonquin where a shipper will have the Fore River delivery point as a primary point of delivery on its contract. In the absence of an alternate firm transportation service agreement with Algonquin establishing the Fore River delivery point as a primary point of delivery, the Fore River Plant owner will be dependent upon gas being delivered to the Fore River Plant under service agreements having a lower service priority, and, thus, subject to curtailment before service agreements with primary firm priority, like the service currently provided under the HubLine Service Agreement. Moreover, the HubLine Service Agreement gives the shipper certain delivery pressure assurances on Algonquin's HubLine System with respect to the natural gas that Algonquin delivers to the Fore River delivery point that will no longer be in place if the HubLine Service Agreement is rejected.
14. The Fore River Plant is located electrically within the Southeast Massachusetts load area ("SEMA"), adjacent to the Northeast Massachusetts/Boston load area ("NEMA/Boston"). CELT Report. Eastern Massachusetts, including the SEMA and NEMA/Boston load areas, includes the largest share of residential and business customers in New England,

that consumed 40 million MWh of energy in 2009 (32 percent of New England annual consumption), and had peak electrical load of 8,374 MW in 2009 (34 percent of the New England peak load). CELT Report. The Fore River Plant and approximately 5,358 MW of additional generating capacity within the SEMA load zone serve load within SEMA, and to customers within NEMA/Boston and other load areas through export across transmission lines that separate SEMA from NEMA/Boston and other areas. ISO September 2010 Seasonal Claimed Capability Report. Planning for and operation of the New England power system are the responsibility of ISO-NE.

15. The Fore River Plant's ability to be counted as available to meet load at the time of system peak, or when needed to maintain reliability of the system under sudden changes (or "contingencies"), depends upon the security of fuel supply. If delivery of fuel to the plant can not be counted on, the plant can not be counted on by ISO-NE to be available when needed to meet power system needs.
16. As described in the Paglia Affidavit, rejection of the Hubline Service Agreement would mean that the Fore River Plant would no longer have assurance of primary point firm transportation service for any quantity of natural gas. While the Fore River Plant would continue to be able to receive natural gas transportation service under lower-priority service agreements, at any moment in time it is possible that delivery of natural gas to the Fore River Plant would be curtailed in favor of higher-priority service customers. In addition, as described in the Paglia Affidavit, if the Hubline Service Agreement is rejected, Fore River will have no assurance that the pressure of gas at its delivery point will be within an acceptable range for efficient plant operation.
17. As described in the Rejection Motion, at 5, it can not be assumed that, absent the ability to secure delivery of natural gas supplies, the plant would be able to run on a back-up fuel (low-sulfur diesel oil).
18. Under the Hubline Service Agreement, firm fuel deliverability would be guaranteed under contract until 2023. Rejection of the Hubline Service Agreement would thus eliminate the current guaranteed delivery of natural gas to the Fore River Plant for a

period of approximately 12 years. As described in the Paglia Affidavit, if the Hubline Service Agreement is rejected the delivery capacity previously reserved for Fore River may be subscribed by another shipper, and any future owner of the Fore River Plant thus may not be able to secure primary firm deliverability.

19. Consequently, in the absence of demonstrated capability under back-up fuel supply, the rejection of the Hubline Service Agreement would diminish or eliminate the ability for the Fore River Plant to be counted on as available if or when needed to meet power system needs in any hour, including at the time of system peak, or during any power system contingency events.
20. Any such outcome is likely to degrade the current level of power system reliability for consumers in the local area of the Fore River plant, and – over the term of the Hubline Service Agreement – degrade power system reliability across the SEMA region, and potentially Eastern Massachusetts and the rest of New England, relative to the level of system reliability that would exist if the Fore River Plant operated under firm fuel deliverability conditions.
21. In order to maintain transmission voltages on the New England Transmission System within acceptable limits, certain qualified generating units are operated by ISO-NE to produce (or absorb) reactive power. This service is known as Reactive Service and Voltage Control (“RS&VC”). ISO-NE Open Access Transmission Tariff, Section II, Schedule 2, at 111. The Fore River Plant is qualified to provide RS&VC, and as a qualified resource Fore River receives fixed monthly payments for being available to provide RS&VC, and variable payments when called upon, as determined by ISO-NE in the course of day-to-day operation of the electric system. Maintaining transmission voltages within acceptable limits is critical to maintaining the reliability of the transmission system within SEMA and the rest of New England.
22. While Fore River receives fixed monthly payments for being available to provide RS&VC, the ability of the Fore River Plant to provide such services when called upon in real time depends on whether or not the Plant is available to operate. Termination of the Hubline Service Agreement would diminish the ability of the Fore River Plant to provide

RS&VC when called upon, and thus would reduce the reliability of transmission system operation in SEMA, Eastern Massachusetts, and New England.

23. In 2006 Fore River submitted a request under Section 205 of the Federal Power Act (“FPA”) for a determination that the unit was needed for New England system-wide reliability, and thus was entitled to payment under a Reliability Must Run agreement (“RMR”). Letter of ISO-NE in FERC Docket No. ER06-822-001, Fore River Development, LLC, May 30, 2006, at 1. In its initial review of the need for the Fore River Plant, ISO-NE identified the unit as providing 668.4 MW of capacity (summer rating), and RS&VC in the form of 483 MVAR (lagging) and 342 MVAR (leading). ISO-NE Planning Department RMR Form, Evaluation of Need for Fore River, December 8, 2005. ISO-NE determined that the Plant was needed to support transmission system voltages and reduce thermal loadings on the 115 kilovolt transmission system in SEMA under certain transmission system contingencies. *Id.* at 2. However, in its May letter ISO notes that after continuing review and consultation with local transmission owners and stakeholders, it found that such contingencies need not have an inter-Area (that is, outside of the local load area) impact, and thus the Fore River Plant would not be needed for system-wide reliability. *Id.* at 2-3. While this represents the finding of ISO-NE in 2006, it does not necessarily follow that this will remain true over the remainder of the term of the Hubline Service Agreement as system conditions change, a point that will be discussed more below.
24. Importantly, however, the remedies available to maintain reliability absent operation of the Fore River Plant under the identified contingencies would likely impact local area power system reliability. In fact, in its analysis ISO-NE concludes that loss of the facility under certain contingencies need not have inter-Area impacts *because* such contingencies could be addressed through special operating practices, including switching arrangements or a combination of *local area load shedding* and generator redispatch. *Id.* at 2. Further, ISO-NE notes that in fact, “[t]he ability to utilize switching is very limited in this case and area load shedding and generator redispatch are the more likely alternatives.” *Id.*, footnote 5.

25. Consequently, while ISO determined at that time that the Fore River plant was not needed as an RMR facility for New England-wide power system reliability (in other words, to avoid a cascading outage of the entire regional network), the unavailability of the plant could at times require local area load shedding, or “rolling blackouts,” to maintain the integrity of local area power system operations. While the ISO’s job is to ensure that system resources are sufficient from an operational perspective to maintain the integrity of the power system as a whole, and to prevent cascading outages that could result in system-wide failure, operational procedures may allow the rolling of outages in local areas to maintain system-wide integrity.
26. While local, rolling blackouts are not as severe as system-wide blackouts, they nevertheless have potentially significant economic, safety and convenience impacts on residents and businesses in the affected area. Consequently, even though ISO determined that in 2006 it was not necessary to implement a reliability must run contract for the Fore River plant in order to ensure system-wide reliability, a decrease in the availability of the Fore River plant will likely decrease the reliability of power supply for at least those consumers in the local area that could be exposed to rolling blackouts.
27. In consideration of these factors, it is my professional opinion that the rejection and/or non-availability of service under the Hubline Service Agreement, by reducing the ability to count on operation of the Fore River Plant under peak load or system contingency circumstances, would diminish the reliability of power supply for at least some portion of business and residential electricity consumers within Massachusetts.
28. It is also important, however, to recognize that ISO-NE’s evaluation of reliability need for a given power plant is by definition a static analysis, one that is conducted for a given point in time based upon a plant owner’s request for such analysis. The analysis for the Fore River Plant occurred five years ago, in 2006. The same analysis may not still be relevant today, and more importantly could change significantly over the term over the next 12 years representing the term of the Hubline Service Agreement. In considering this, in my judgment there are several factors that have emerged since the time of ISO’s decision in 2006 that could make it more likely than not that the availability of the Fore

River plant will increase in importance from the perspective of power system reliability, over the term of the Hubline Service Agreement.

29. First, the importance of the contribution of any individual plant in a load area to power system reliability changes over time with changes in load levels and patterns, generating plant additions and retirements, and changes to the transmission infrastructure. While economic conditions have recently suppressed load growth, a period of economic recovery in the future would likely lead to growth in load. This in fact is a pattern – one of alternating periods of high and low load growth – that has repeated cyclically over time and, in my view, can be expected to continue.
30. Second, there is a significant probability that other generation capacity within SEMA and the rest of Eastern Massachusetts will retire over the term of the Agreement, increasing the importance of firm capacity availability for the Fore River Plant. One driver of such potential retirement is current economics of plant operation relative to other plants in New England. Specifically, ISO has administered four Forward Capacity Auctions (“FCA”) over the past several years. In the most recent auction, owners of 875 MW of generation within Eastern Massachusetts have entered “delist” bids for those units. In effect, a delist bid is a request by owners of capacity to be released from their obligation to be available to maintain system reliability. If ISO-NE believes a unit is needed for reliability in the year of the FCA, it will “reject” the delist bid. If ISO-NE is willing to let the unit delist, it will “clear” the delist bid. For the fourth auction, for power year 2013-2014, ISO cleared 127 MW and rejected 749 MW of delist bids in Eastern Massachusetts. ISO-NE website, report on FCA 4. It stands to reason that as delist bids are accepted or cleared (allowing them to not operate if the owner so chooses), the importance of remaining capacity to be available for reliability reasons increases.
31. While one may consider the level of delisting in FCAs to this point to be relatively modest, it will potentially become more severe over the next few years. Specifically, it is expected by many in the industry that combination of several quickly-emerging factors will lead to potentially meaningful retirement of older and less efficient fossil-fired generation across at least the eastern U.S. Coal Fired Electric Generation Unit

Retirement Analysis, ICF International, May 11, 2010. These factors include (1) emerging court-ordered changes to EPA air and water regulations, (2) additional EPA-proposed regulations related to mercury, other hazardous air pollutants (“HAP”), and liquid and solid waste from power plant operations, (3) the increasing stringency of applicable Regional Greenhouse Gas Initiative (“RGGI”) requirements (for power plants in the Northeast), and (4) the possibility of federal carbon control requirements on at least the power sector. While the Fore River plant is among the most efficient and clean fossil fuel capacity within New England, SEMA, and Eastern Massachusetts, these regions contain significant capacity of older, less efficient fossil generation that would be considered at-risk. Specifically, in Massachusetts there are approximately 7,700 MW of fossil-fired generation built in the 1970s or earlier, approximately 6,800 MW of which are fueled by oil or coal. SNL Financial Power Plant Data.

32. In consideration of the combination of these factors – the emergence of delisting requests from capacity within Eastern Massachusetts, the potential impact over the next 3-5 years on a significant amount of generation in New England, SEMA, and Eastern Massachusetts of EPA air, water, and waste regulations, and the evolution of regional and possible emergence of federal carbon control requirements on the power sector – it is reasonable to expect that the importance of the Fore River plant for maintaining the reliability of the SEMA load pocket, Eastern Massachusetts, and the New England power system will increase over the term of the Hubline Service Agreement.
33. In this context, the degradation of firm transportation capacity for natural gas delivery to the Fore River Plant that will result if the Hubline Service Agreement is rejected will only enhance the risk from the standpoint of New England and SEMA power system reliability concerns.
34. The rejection of the Hubline Service Agreement has the further potential to degrade the economics of Fore River plant operation, and thus diminish the value of the asset from the perspective of potential purchasers. Specifically, participation in the Forward Capacity Market (“FCM”) requires that a plant’s capacity be available for dispatch by ISO-NE in all months of the year (this is referred to as the plant’s Capacity Supply

Obligation, or “CSO”). Transmission, Markets and Services Tariff, ISO-NE . Fore River has cleared the FCM in all four FCAs, for power years 2010-2014, meaning it will receive capacity revenues and has a CSO for plant capacity throughout those years. ISO-NE website, Reports on FCA Results. Rejecting the Hubline Service Agreement would decrease the reliability of fuel supply to the plant, and would thus increase the risk that the plant would not be available if called upon by ISO to meet its CSO. Consequently, the new owner of Fore River will either need to replace its CSO through the purchase of replacement capacity, or face the risk that it will be penalized for not being available if called upon. Thus, cancellation of the fuel delivery contract will diminish the potential value of the plant from the perspective of revenues captured through the FCM.

35. In addition, a plant’s potential value in the energy market depends significantly on that plant’s availability to operate during periods of relative scarcity, when energy market prices are at their highest. Many of the highest-price hours occur during summer and winter peaks when load is high, and consequently when power plant utilization is at its highest. Consequently, it is in these high-priced hours that on a regional basis operation of natural gas units – and thus the delivery and supply of natural gas for power plant operations – is in its highest demand, with units that have firm supply and deliverability receiving priority service. Without firm supply and transportation, a unit is less likely to be able to capture energy market revenues at times when prices are highest. Considering these factors, in my judgment it is possible that eliminating the assurance of fuel deliverability by rejection of the Hubline Service Agreement will diminish the ability of the Fore River Plant’s owners to capture energy market revenues in hours when prices are highest, thus further diminishing the profitability of plant operation and the value of the asset.

36. I, Paul J. Hibbard, depose and state that the contents of the foregoing Affidavit on behalf of Algonquin is true, correct, accurate and complete to the best of my knowledge, information and belief.

Dated: September 8, 2010



Paul J. Hibbard
Vice President
Analysis Group, Inc.

ATTACHMENT 1

CURRICULUM VITAE OF PAUL J. HIBBARD

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Vice President

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Boston, MA 02199

Paul Hibbard is an expert on economics, transmission and resource planning, regulation, and policy in the electric and gas industries. Throughout his career, he has promoted an aggressive agenda of advanced ratemaking and policy initiatives for regulated utilities. Mr. Hibbard has also provided technical and strategic advice to government, industry, business, public interest groups, and trade organizations on energy market structure, electric and natural gas infrastructure planning and siting, utility resource solicitation and procurement, emission allocation and environmental policy, renewable resource program design and administration, transmission pricing, climate change policy, utility ratemaking practices, and the transfer of U.S. federal and state emission control programs to other countries.

Mr. Hibbard has a comprehensive background merging technical analysis, resource planning and development modeling, economics, and public policy in energy and environmental fields. Prior to joining Analysis Group, Mr. Hibbard was Chairman of the Massachusetts Department of Public Utilities. He was appointed to that position by Governor Deval Patrick in April, 2007. As Chairman, Mr. Hibbard carried out an aggressive ratemaking and policy agenda to advance energy efficiency and renewable resources, coordinate regional efforts in the development of energy resources and associated infrastructure, and promote the administration of fair and efficient transmission pricing models in regional and national contexts. During his term as Chairman, Mr. Hibbard provided testimony on resource planning, competitive electricity markets, and transmission pricing in hearings before Committees of the Massachusetts Legislature and the U.S. House of Representatives, the Federal Energy Regulatory Commission, and state and regional planning councils. Mr. Hibbard served as a member on the Massachusetts Energy Facilities Siting Board, the New England Governors' Conference Power Planning Committee, and the NARUC Electricity Committee and Procurement Work Group. He was also appointed as State Manager for the New England States Committee on Electricity and as Treasurer to the Executive Committee of the 41-state Eastern Interconnect States' Planning Council.

Prior to 2007, Mr. Hibbard held Vice President, Manager, and Senior Consultant positions at Analysis Group and Lexecon, Inc., providing technical and policy analysis and strategic advice to energy sector clients in a wide range of market, policy and infrastructure areas. From 1991-2000, Hibbard worked for both utility and environmental regulatory agencies in Massachusetts on utility resource planning, industry restructuring, market design, and power plant emission control and allowance allocation mechanisms.

EDUCATION

Ph.D. program (coursework), Nuclear Engineering, University of California, Berkeley

M.S. in Energy and Resources, University of California, Berkeley

Thesis: Safety and Environmental Hazards of Nuclear Reactor Designs

B.S. in Physics, University of Massachusetts, Amherst

PROFESSIONAL EXPERIENCE

- 2010 - Present Analysis Group, Inc., Boston, MA
 Vice President

- 2007 - 2010 MA Department of Public Utilities, Boston, MA
 Chairman
 Member, Energy Facilities Siting Board
 Manager, New England States Committee on Electricity
 Treasurer, Executive Committee, Eastern Interconnect States' Planning Council
 Representative, New England Governors' Conference Power Planning Committee
 Member, NARUC Electricity Committee, Procurement Work Group

- 2003 - 2007 Analysis Group, Inc., Boston, MA
 Vice President
 Manager ('03 – '05)

- 2000 - 2003 Lexecon Inc., Cambridge, MA
 Senior Consultant
 Consultant ('00 – '02)

- 1998 - 2000 Massachusetts Department of Environmental Protection, Boston, MA
 Environmental Analyst

- 1991 - 1998 Massachusetts Department of Public Utilities, Boston, MA
 Senior Analyst, Electric Power Division

- 1988 - 1991 University of California, Berkeley, CA
 Research Assistant, Safety/Environmental Factors in Nuclear Designs

- 1987 - 1988 Greenpeace, Boston, MA
 Director of Outreach

SELECTED PUBLIC SECTOR EXPERIENCE

- ***Chairman, Department of Public Utilities*** – Chaired the state's public utilities commission during a period of aggressive change in state policies affecting electricity and natural gas industries, including initial implementation of several new state energy laws and initiatives restructuring the setting of utility rates, promoting the expansion of energy efficiency and demand response, facilitating the retail and wholesale market integration of renewable and low-carbon resources, and revising state policy on the siting of major generation and transmission infrastructure. Oversaw the issuance of initial regulations and policy related to revenue decoupling, net metering, long-term contracting for renewables, and power system emergency planning and outage restoration. Also, led Massachusetts' work with regulators across the Northeast to pursue large-scale renewable resource development through coordinated procurement strategies, to develop coordinated positions related to national transmission development proposals, and to establish a regional presence on transmission-related provisions in federal legislation. As Chairman, served as administrative and policy head of an agency of nearly 150 employees, responsible for agency management and growth, budgeting, legislative matters, press inquiries, and setting of the policy agenda. Responsible for overseeing completion of all dockets jurisdictional to the DPU, including rate cases and associated tariff matters, forecast and supply planning for electric and natural gas industries, and state oversight of natural gas pipeline safety and public transit authorities. Also responsible for all interaction with the Governor's office, Legislature, and Executive Office of Energy and Environmental Affairs, as well as representing the state in regional deliberations related to electric and natural gas utility policy, electricity market design and oversight, and regional power system reliability issues.

- ***Member, Energy Facilities Siting Board*** – Sitting member of state Board with responsibility to review all proposals for major generation and transmission infrastructure projects within the state, as well as state intervention in federal review of natural gas pipeline infrastructure. Involved technical, environmental, and economic review of jurisdictional power plants, transmission lines, and other energy infrastructure, as well as ruling on proposals for exemption from state and local zoning ordinances.
- ***Manager, New England States Committee on Electricity*** – State representative on regional group chartered to develop New England regional policy positions on electricity market and transmission planning issues. Included consideration of group development issues, input into regional determinations of installed capacity requirement, consideration of regional approaches to transmission planning and the consideration of non-transmission alternatives, and coordinated development of a regional RFP/RFI for the solicitation of renewable power under long-term contracts for the New England states.
- ***Treasurer, Executive Committee, Eastern Interconnect States' Planning Council*** – Elected Treasurer of steering committee for state council formed under a U.S. DOE grant, to coordinate with power system operators on developing long-range plans for the transmission system spanning 41 states in the Eastern U.S. Coordinated New England states' approach to policy issues stemming from council efforts.
- ***Representative, NEGC Power Planning Committee*** – Represented Governor's Office in all discussions related to regional energy/environmental issues, including transmission cost allocation, regional energy policy coordination, and development of mechanisms and approaches for procurement of renewable power through long-term contracts with sources in New England and Eastern Canada. Engaged in collaborative discussions with counterparts representing the Eastern Canadian Premiers.

SELECTED CONSULTING EXPERIENCE

Government, Foundations, Commissions, Cooperatives

- ***For the National Commission on Energy Policy*** – Authored white papers on (1) the implications for U.S. energy infrastructure of the damage to Gulf Coast energy facilities from Hurricanes Katrina and Rita (2006); (2) the practical and economic implications of various mechanisms for the allocation of carbon dioxide emission allowances to the electric sector under potential federal carbon control regimes (2005), and (3) national energy infrastructure needs for the electricity, natural gas, and petroleum industries, and for addressing the long-term impacts of energy production and use associated with spent nuclear fuel and carbon dioxide (2004).
- ***For the Attorney General, State of North Carolina*** – Managed project in support of expert testimony on the economic and financial feasibility of requiring the installation of controls to reduce emissions of sulfur dioxide, nitrogen oxides, and mercury from coal-fired power plants owned by the Tennessee Valley Authority (TVA). Project is in the context of a public nuisance lawsuit brought by the NC Attorney General against TVA (2006).
- ***For the Energy Foundation*** – Coauthored a Report (with Dr. Susan Tierney) documenting best practices in energy facility siting regulations in the U.S., and analyzing in particular the impact of California's energy facility siting process on that state's electricity crisis (2002). Supported a foundation-based program to provide international assistance to China's efforts to privatize and restructure its electric industry, and to develop regulations to control air emissions from power plants in that country (2000 – 2003).
- ***For the Massachusetts Technology Collaborative*** – Managed projects in support of the MTC's renewable and premium power programs, including (1) creation of a standard financial pro-forma for wind and landfill gas technologies in New England under various assumptions related to capital and

operating costs, financing, discount rates, and the impact of state and federal policies to support renewable development; (2) development of an economic model to determine the financial impact on potential wind and combined heat and power facilities of proposed changes to utility standby service tariffs; and (3) research, strategic, and regulatory support of MTC's efforts to advance distributed generation in Massachusetts to promote renewable resources and improve power reliability for commercial and industrial customers (2000 – 2002).

- ***For the Massachusetts Health and Educational Facilities Authority (MHEFA) PowerOptions Program*** – Managed several projects providing regulatory, economic, and strategic advice to PowerOptions to assist in their selection and pricing of retail electricity products from competitive electricity suppliers. Over a three-year period projects included analyses of forward prices and wholesale markets for capacity and reserves; analysis of contract price options, terms and conditions; and analysis of congestion pricing implications for retail supply (2002 – 2004).

Other Electric Industry Experience

- ***For Independent System Operators (ISO)*** – Managed several projects and coauthored reports or analyses for the Northeast region's ISOs/RTOs, related to ISO/RTO annual strategic plans; market monitoring and mitigation best practices; and the links between wholesale electricity markets and local distribution company retail prices (2002 – 2006).
- ***For Electric Utilities*** – Managed or participated in numerous engagements with wires-only as well as vertically-integrated electric utilities within New England and across the country related to rate case strategy and regulatory support; strategic planning; power supply resource planning and procurement (including the role of independent monitor of utility procurements); price and environmental analyses related to the siting of new high-voltage transmission lines; and evaluation of the allocation of SO₂ and NO_x emission allowances under the EPA CAIR program (2001 – 2006).
- ***For Retail Energy Providers*** – Managed projects and authored or coauthored confidential reports on the experience with retail competition in the U.S., a benefit/cost analysis of wholesale electricity competition, and comparative analyses of retail electricity prices for utility and competitive retail suppliers in select states (2004 – 2006).
- ***For Merchant Generating Companies/Coalitions*** – Managed production cost dispatching analyses for strategic planning related to the construction of new generating capacity in New England; assisted in the development of regulatory proposals for new wholesale market organizations and policies in New England (2001-2002).
- ***For a Renewable Power Developer Association*** – Provided testimony on the potential negative effects – and remedial policy options – related to the impact of locational marginal pricing on the development and operation of renewable generating resources in New England (2001).
- ***For an Industry Coalition*** – Conducted a study and coauthored a white paper (with Dr. Susan Tierney) for the New England Energy Alliance on New England energy infrastructure needs and policy issues (e.g., facility siting policies, RGGI/climate change) influencing the future addition of energy infrastructure in the region.

Other Natural Gas Industry Experience

- ***For an Interstate Pipeline Company and Offshore LNG Developer*** – Authored a Report related to recent developments in the supply and demand for natural gas in New England, and surveyed the development, regulatory and commercial status of proposed LNG projects across the U.S. (2006); coauthored a Report (with Dr. Susan Tierney) providing an overview of Northeastern natural gas markets and conditions, and an assessment of natural gas supply and demand conditions (2005).
- ***For a Developer of a Land-Based LNG Facility*** – Assisted in the preparation of confidential reports on U.S. natural gas supply/demand conditions, market pricing indices, U.S. LNG facilities' status,

Northeast interstate and intrastate pipeline infrastructure conditions and prospects, and LNG supply contract prices, terms and conditions (2006).

- ***For a Major Interstate Pipeline Owner/Operator*** – Modeled the electrical load characteristics of pipeline operations and utility rate structures to quantify the extent to which the company was being overcharged for electricity services. Supported company intervention in public utility commission proceedings and with analytical support in settlement negotiations (2002).

SELECTED REPORTS, TESTIMONY AND PRESENTATIONS

“Deregulation and Sustainable Energy,” class lecture, MIT (Jonathan Raab Energy Course), Cambridge MA, March 2010.

“Transmission for Renewables,” presentation to Raab Restructuring Roundtable, Boston MA, March 2010.

“Federal Transmission Legislation,” comments to Capitol Hill Briefing of the Coalition for Fair Transmission Policy, Washington DC, April 2010.

“Transmission Planning & Cost Allocation Alternatives under Order 890,” comments to the Energy Bar Association’s 64th Meeting, Washington DC, April 2010.

“US Electric Power Transmission: The Battle of the Jurisdictions,” comments to CERAWEEK 2010, March, 2010.

“New England Blueprint and the Federal Context,” presentation to ISO-NE Consumer Liaison Group Meeting, Westborough MA, February 2010.

“Interconnection-Wide Planning and Renewable Energy,” comments to the National Wind Coordinating Collaborative, Transmission Update Briefing, December 2009.

“Infrastructure Planning,” comments to Northeast Energy and Commerce Association Power Markets Conference, Westborough MA, November 2009.

“Transmission for Renewables - Risks and Opportunities for the Northeast,” Presentation to Governor’s Clean Energy Innovation Forum, New Brunswick, NJ, October 2009.

“Renewable Energy Development – The Role of Markets and Planning,” presentation to Northeast Power Planning Council General Meeting, Cambridge MA, September, 2009.

“Transmission Planning,” comments to FERC Technical Conference on Transmission Planning Processes Under Order No. 890, Docket No. AD09-8-000, Philadelphia, PA, September, 2009.

“New England Governors’ Blueprint – Purpose and Context,” presentation to the Raab Restructuring Roundtable, Boston MA, September 2009.

“Wind, Transmission, and Federal Legislation,” comments to MIT Wind Group, Cambridge MA, Fall, 2009.

“National Transmission Policy,” comments to The Energy Daily’s Transmission Siting Policy Summit, Washington DC, September 2009.

Testimony to the Massachusetts’ Joint Committee on Telecommunications, Utilities and Energy Hearing to Review Implementation of the Green Communities Act, Boston MA, July 8, 2009.

“Federal Transmission Legislation,” comments to the National Association of State Utility Consumer Advocates, Boston MA, July 2009.

“Renewable Energy Development - The Role of Markets and Planning,” presentation to Governor’s Wind Energy Coalition, Washington DC, July 2009.

“Transmission and Renewables: ISO and Regulator Perspectives” comments to the Raab Restructuring Roundtable, Boston MA, June 2009.

“Renewable Development In and For New England; Massachusetts' Perspective,” presentation to Law Seminars International, Boston MA, June 2009.

“Roadmap to New Renewable Resources in New England,” comments on New England Governors' Blueprint to NECPUC Annual Symposium, Newport, RI, May 2009.

“Comments of Chairman Paul Hibbard,” presented to EBC Energy Seminar: New Transmission – The Key to Renewable Resource Integration in New England, Boston MA, April, 2009.

“Coordinating Wind and Transmission Development – Who Pays?” Comments to 2009 Platts Wind Power Development Conference, Chicago, IL, March, 2009.

“Integrating Energy and Environmental Regulations in Massachusetts,” presentation to Northeast Sustainable Energy Association Building Energy Conference'09, Boston, MA, March, 2009.

“One Reason for the GCA: Energy Pricing in Massachusetts,” presentation to the South Shore Coalition, Hingham MA, January 2009.

“Non-Reliability Transmission: State Choice and Control,” presentation to the New England Conference of Public Utility Commissioners Transmission Group, Chelmsford MA, January 2009.

“Regulation and Renewable Energy Policy,” panel moderator, Center for Resource Solutions National Renewable Energy Marketing Conference, Denver, CO, October, 2008.

“Energy Pricing in Massachusetts (...And What We Should Do About it),” presentation to Berkshire Gas Large Commercial and Industrial Customer Annual Meeting, Lenox MA, October, 2008.

“Conversation With Chairman Hibbard,” presentation to New England Energy Alliance, Boston MA, September, 2008.

“Creating the Path: Delivering Clean Energy through Transmission Improvements,” presentation to ISO-NE Lights, Power, Action Conference, Boston MA, September, 2008.

“Distributed Resources, the Decoupling Model, and the Green Communities Act,” presentation to Raab Restructuring Roundtable, Boston MA, September, 2008.

“Resource Planning: The Contribution of Efficiency and Renewables in Massachusetts,” presentation to Law Seminars International Renewable Energy in New England Conference, Boston MA, September 2008.

“Remarks to Economic Studies Working Group,” ESWG Committee Meeting, Westborough MA, July 2008.

“Power Trade: Market Context and Opportunities,” presentation to New England Governors' Council/Eastern Canadian Premiers' Energy Dialogue, Montreal Canada, May 2008.

“New England Transmission Investment,” presentation to Municipal Electric Association of Massachusetts Annual Business Meeting, North Falmouth MA, April 2008.

“Bringing Power from the North,” presentation to the Raab Restructuring Roundtable, Boston MA, February 2008.

“Natural Gas: Drivers of Supply, Demand, and Prices,” comments to Guild of Gas Managers, November 2007.

“Generation and Demand Outlook for New England,” presentation to NECA Dinner Meeting, Cambridge MA, September, 2007.

“Comments on ISO's Draft Regional System Plan,” presentation to ISO Planning Advisory Committee, Boston MA, September 2007.

“Regulatory Pressures, Policy Opinions,” presentation to Environmental Business Council, Boston MA, July 2007.

“Is New England Ensuring the Adequacy and Cost Effectiveness of the Region’s Transmission Grid?” Panel moderator, New England Conference of Public Utility Commissioners Annual Symposium, Mystic CT, June 2007.

“Energy Regulation in Massachusetts – Concerns and Options,” presentation to the Raab Restructuring Roundtable, Boston MA, June, 2007.

“View From the Regulatory Bench,” comments to the New England Energy Conference and Exposition, Groton CT, May 2007.

“Energy for New England – The Demand, Supply and Price Context,” presentation to Massachusetts Municipal Wholesale Electric Cooperative Annual Meeting, Boylston MA, May 2007.

“Demand Resources in New England: New Opportunities and Future Directions,” Presentation at ISO-NE Annual Demand Resources Summit, Westborough MA, May 2007.

“Power Supply for the New England Region,” presentation to the Boston Bar Association, Boston MA, March 2007.

“Fuel Supplies and the Need for Fuel Diversity: Forecast for Global Fuel Markets and the Likely Impact on Electric Generation in the Northeast,” presentation to LSI Seminar on Resource Adequacy and Reliability in the Northeast, October 16, 2006.

“Consumers and Politicians Claim They Want Cheap, Reliable and Clean Energy – Do They Have the Will to Make That Happen?” – presentation to NAESCO New England Regional Meeting, September 28, 2006.

“The Need for New LNG Infrastructure in Massachusetts and New England: An Update,” Report prepared for Northeast Gateway Energy Bridge, L.L.C., and Algonquin Gas Transmission, LLC, August, 2006.

“Natural Gas & LNG for New England: What’s Needed & How To Get It,” presentation to the Foundation for American Communications Meeting on *New England’s Energy Needs – Who Pays and Who Suffers?*” May 17, 2006.

“Energy Policy Act Section 1813 Comments: Report of the Ute Indian Tribe of the Uintah and Ouray Reservation for Submission to the US Departments of Energy and Interior,” (with Susan F. Tierney, and In Cooperation With The Ute Indian Tribe of the Uintah and Ouray Reservation), May 15, 2006.

“US Energy Infrastructure Vulnerability: Lessons From the Gulf Coast Hurricanes,” Report to the National Commission on Energy Policy, March 2006.

“New England Energy Infrastructure – Adequacy Assessment and Policy Review” (with Susan F. Tierney), prepared for the New England Energy Alliance, November, 2005.

“Federal Legislative Developments in Energy,” presentation to LSI Seminar on Energy in the Northeast, October 2005.

“The Benefits of New LNG Infrastructure in Massachusetts and New England: The Northeast Gateway Project,” (with Susan F. Tierney), prepared for Northeast Gateway Energy Bridge, L.L.C., and Algonquin Gas Transmission, LLC, June, 2005.

“Climate Change Policy – New Business and Regulatory Risks,” presentation to EnviroExpo & Conference, May, 2005.

“Carbon Cap & Trade Allocation Options – Practical Considerations,” “Carbon Trading Program Emission Allowances: Practical Considerations for Allocation,” and “Allocation of Carbon Allowances to Mitigate Electric Sector Costs,” Reports to the National Commission on Energy Policy, May 2005.

“U.S. Energy Infrastructure: Demand, Supply and Facility Siting,” Report to the National Commission on Energy Policy, November 2004.

“Comments of Susan F. Tierney and Paul. J. Hibbard on their own behalf,” before the *Federal Energy Regulatory Commission, in the Matters of Solicitation Processes for Public Utilities (Docket No. PL04-6-000) and Acquisition and Disposition of Merchant Generation Assets by Public Utilities (Docket No. PL04-9-000)*, on the role of independent monitors and independent evaluators in public utility resource solicitations, July 1, 2004.

“Energy and Environmental Policy in the United States: Synergies and Challenges in the Electric Industry” (with Susan F. Tierney), prepared for Le Centre Français sur les Etats-Unis (The French Center on the United States), July, 2003.

“Controlling China’s Power Plant Emissions after Utility Restructuring: The Role of Output-Based Emission Controls” (with B.A. Finamore, N. Seidman, and T. Szymanski), *The Sinosphere Journal*, July 2002.

“Siting Power Plants in the New Electric Industry Structure: Lessons from California and Best Practices for Other States” (with S. Tierney), *The Electricity Journal*, June 2002.

“Siting Power Plants: Recent Experience in California and Best Practices in Other States” (with S. Tierney), prepared for The Hewlett Foundation and The Energy Foundation, February 2002.

“Setting and Administering Output-Based Emission Standards for the Power Sector: A Case Study of the Massachusetts Output-Based Emission Control Programs” (with N. Seidman and B. Finamore), prepared for the China Sustainable Energy Program, October 2001.

Before the Federal Energy Regulatory Commission, New England Power Pool and ISO New England, Inc., Docket No. ER01-2329, Joint Affidavit (with J. Besser) on behalf of the New England Renewable Power Producers Association, July 3, 2001.

“Output-Based Emission Control Programs – U.S. Experience” (with N. Seidman, B. Finamore, and D. Moskovitz), prepared for the China Sustainable Energy Program, May 2000.

“P2 and Power Plants: The Massachusetts Allowance Trading Program,” in *Proceedings of the National Pollution Prevention Roundtable*, March 2000.

“Safety and Environmental Comparisons of Stainless Steel with Alternative Structural Materials for Fusion Reactors” (with A.P. Kinzig and J.P. Holdren), *Fusion Technology*, August 1994.

“Utility Environmental Impacts: Incentives and Opportunities for Policy Coordination in the New England Region,” US EPA CX817494-01-0, RCEE Core Group, June 1994.

“Final Report: Code Development Incorporating Environmental, Safety, and Economic Aspects of Fusion Reactors,” UC-BFE-027, Fusion Environmental and Safety Group, University of California, Berkeley, 1991.

CERTIFICATE OF SERVICE

I hereby certify that, I have this day caused to be served by First Class Mail or electronic mail the foregoing documents upon the parties to the official service list compiled by the Secretary for this proceeding.

Dated at Washington, DC this 8th day of September 2010.

/s/ Claire M. Brennan
Claire M. Brennan
Paralegal Manager
Dewey & LeBoeuf LLP
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Washington, DC 20005
202-346-8183